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大唐国际发电股份有限公司

DATANG INTERNATIONAL POWER GENERATION CO., LTD.

(a sino-foreign joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 00991)

**ANNOUNCEMENT
RESOLUTIONS OF THE BOARD OF DIRECTORS
AND
PROPOSED CHANGES OF DIRECTORS**

SPECIAL NOTICE:

The Board of Directors of the Company (the “**Board**”) and all directors of the Company (the “**Directors**”) warrant that there are no false representations and misleading statements contained in, or material omissions from, this announcement, and severally and jointly accept the responsibility for the truthfulness, accuracy and completeness of the contents of this announcement.

This announcement is made pursuant to Rules 13.10B and 13.51(2) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”).

The 33rd meeting of the ninth session of the Board of Datang International Power Generation Co., Ltd. (“**Datang International**” or the “**Company**”) was held on Wednesday, 6 March 2019 by way of written resolutions. There were 15 Directors eligible for attending the meeting and 15 of them attended the meeting. The convening of the meeting was in compliance with the provisions stipulated in the Company Law of the People’s Republic of China (the “**Company Law**”) and the Articles of Association (the “**Articles of Association**”), and was lawful and valid. The following resolutions were approved unanimously at the meeting:

I. TO CONSIDER AND APPROVE THE “RESOLUTION ON THE ADJUSTMENTS OF DIRECTORS OF THE COMPANY”

Voting results: the resolution was passed with 15 votes in favour, 0 vote against and 0 abstained.

1. It is agreed that Mr. Chen Feihu and Mr. Wang Sen will act as the Directors for the ninth session of the Board and their terms of office will commence from the date of approval of their respective appointment by the shareholders at the general meeting and expire on the date of the conclusion of the ninth session of the Board (i.e. 30 June 2019). If elected by the shareholders of the Company, Mr. Chen Feihu and Mr. Wang Sen will not receive any remuneration from the Company. Please refer to the attachment for the biographical details of Mr. Chen Feihu and Mr. Wang Sen.
2. It is agreed that Mr. Chen Jinhang and Mr. Liu Chuandong will cease to act as the Directors due to work adjustments and their terms of office shall expire on the date of approval by the shareholders at the general meeting. Mr. Chen Jinhang and Mr. Liu Chuandong confirmed that they have no disagreement with the Board and there are no other matters that need to be brought to the attention of the shareholders of the Company, the Shanghai Stock Exchange and the Hong Kong Stock Exchange. The Board is satisfied with the contribution made by Mr. Chen Jinhang and Mr. Liu Chuandong during their terms of office as Directors, and would like to express its sincere gratitude to Mr. Chen Jinhang and Mr. Liu Chuandong for their valuable contribution towards the development of the Company over the years.
3. The independent Directors of the Company are of the view that, the procedure of recommendation and nomination of Directors is in line with the Company Law, the Articles of Association and the relevant requirements. The nominated candidates possess the relevant qualifications and capabilities to perform their duties as Directors and are neither prohibited by the Company Law and the Articles of Association nor restricted by relevant laws and regulations from acting as Directors.

II. TO CONSIDER AND APPROVE THE “RESOLUTION ON THE FINANCING BUDGET OF DATANG INTERNATIONAL AS THE PARENT COMPANY FOR THE YEAR OF 2019”

Voting results: the resolution was passed with 15 votes in favour, 0 vote against and 0 abstained.

1. The financing budget of Datang International (as the parent company) for the year of 2019 is agreed; the maximum aggregate facility amount for the year of 2019 amounted to RMB57.0 billion, which comprised equity financing of RMB24.0 billion (including newly obtained equity financing of RMB18.0 billion and replacement of matured equity financing of RMB6.0 billion) and debt financing of RMB33.0 billion.

2. Equity financing includes but is not limited to perpetual medium-term notes, perpetual private debt financing instruments, perpetual private bonds, perpetual corporate bonds, perpetual insurance funds debt investment plans, asset securitisation financing, market-oriented debt-to-equity swap, factoring facility without recourse and quasi-perpetual loans, etc.
3. Debt financing includes but is not limited to borrowings from financial institutions, corporate overdraft loans, bond financing, finance lease, bank acceptance, letter of credit, entrusted loans, short-term financing bills, corporate bonds and medium-term notes, etc.
4. It is agreed that, pursuant to the Company's actual demand for capital, the management of the Company is authorised to handle the financing business and to execute related contracts and related documents within the limit of financing budget for the year of 2019.

The first and second resolutions above are subject to consideration and approval by the shareholders at the general meeting of the Company.

By Order of the Board
Ying Xuejun
Company Secretary

Beijing, the PRC, 6 March 2019

As at the date of this announcement, the Directors of the Company are:

Chen Jinhang, Liu Chuandong, Wang Xin, Liang Yongpan, Ying Xuejun, Zhu Shaowen, Cao Xin, Zhao Xianguo, Zhang Ping, Jin Shengxiang, Liu Jizhen, Feng Genfu*, Luo Zhongwei*, Liu Huangsong*, Jiang Fuxiu**

** Independent non-executive Directors*

ATTACHMENT:

Biographical details of Mr. Chen Feihu

Mr. Chen Feihu, aged 56, a university graduate, a member of the Communist Party of China and a senior accountant, started working in August 1981. He was the Deputy Chief of the Electric Enterprise Division of Economic Regulation Bureau of Ministry of Energy; the Deputy Chief of Finance Department of China Electricity Council; the Chief and Deputy Director of the Economic Division of Economic Regulation Bureau of the Ministry of Electric Power. He also served as the Deputy Head of the Financial and Economic Department, Deputy Head of the General Manager Department (General Office) and the Head of the Office for Structural Reform, the Head of the General Manager Department (General Office), and Chief Economist of State Power Corporation; the Deputy General Manager and a Party Committee Member of China Huadian Corporation; the Director, General Manager and a Party Committee Member, the Director, General Manager and Deputy Party Committee Secretary of China Guodian Corporation; the Chairman of GD Power Development Co., Ltd. (stock code: 600795), a company listed on the Shanghai Stock Exchange; as well as the Director, General Manager and Deputy Party Committee Secretary of China Datang Corporation Ltd. He is currently the Chairman and Secretary of Party Committee of China Datang Corporation Ltd., and concurrently serves as the Chairman of China Datang Corporation Renewable Power Co., Ltd. (stock code: 1798), a company listed on the Hong Kong Stock Exchange.

Mr. Chen Feihu does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance, and he has not been subject to any public sanctions by statutory or regulatory authority.

Save as disclosed above, Mr. Chen Feihu has not held any directorships in any public listed companies in the past three years and has no relationship with any directors, senior management, substantial or controlling shareholders (as defined in the Listing Rules) of the Company.

Save as disclosed above, there are no other matters concerning the proposed appointment of Mr. Chen Feihu that need to be brought to the attention of the shareholders and the Hong Kong Stock Exchange and there are no other matters which shall be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

Biographical details of Mr. Wang Sen

Mr. Wang Sen, aged 56, is a member of the Communist Party of China, a Master's degree holder from Fudan University and a senior postgraduate engineer, who is entitled to special government allowance from the State Council, and started working in July 1986. He was the Deputy Director and Director of the Office and the Chief of the Secretariat (for three terms) of Qinshan Nuclear Power Company; the Assistant to General Manager and the Director of the Office, Director of the General Division, Deputy General Manager and Director of the Office, Deputy Party Committee Secretary (in charge of the work of Party Committee), Deputy General Manager, Secretary of Party Committee, Deputy General Manager (in charge of administrative work), General Manager and Secretary of Party

Committee of Qinshan No. 3 Nuclear Power Co., Ltd.; a Party Committee Member and the Head of the Party Discipline Inspection Committee of China National Nuclear Corporation; and a Party Committee Member and Deputy General Manager of China Datang Corporation Ltd. He is currently the Director and Deputy Party Committee Secretary of China Datang Corporation Ltd., and concurrently serves as the Chairman of Guangxi Guiguan Electric Power Co., Ltd. (stock code: 600236), a company listed on the Shanghai Stock Exchange.

Mr. Wang Sen does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance, and he has not been subject to any public sanctions by statutory or regulatory authority.

Save as disclosed above, Mr. Wang Sen has not held any directorships in any public listed companies in the past three years and has no relationship with any directors, senior management, substantial or controlling shareholders (as defined in the Listing Rules) of the Company.

Save as disclosed above, there are no other matters concerning the proposed appointment of Mr. Wang Sen that need to be brought to the attention of the shareholders and the Hong Kong Stock Exchange and there are no other matters which shall be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.