

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

**OVERSEAS REGULATORY ANNOUNCEMENT
ANNOUNCEMENT ON RESOLUTIONS OF
THE BOARD OF DIRECTORS**

Special Notice:

The Board of Directors (the “**Board**”) and all Directors (the “**Directors**”) of the Company 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 Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”).

The fourteenth meeting of the ninth session of the Board of Datang International Power Generation Co., Ltd. (“**Datang Power**” or the “**Company**”) was convened at 10:30 a.m. on Tuesday, 23 May 2017 at 1608 Conference Room of the Company, 9 Guangningbo Street, Xicheng District, Beijing, the PRC. The written notice of the meeting was dispatched on 9 May 2017. There were 15 Directors eligible for attending the meeting and 12 of them attended the meeting. Chen Jinhang, Liu Jizhen and Liu Huangsong, being Directors, were unable to attend the meeting in person due to business engagement, and they have authorized Liu Chuandong, Luo Zhongwei and Jiang Fuxiu, being Directors, to attend the meeting and vote on their behalf, respectively. The convening of the meeting was in compliance with the provisions stipulated in the Company Law of the People’s Republic of China and the Articles of Association of Datang International Power Generation Co., Ltd., and was lawful and valid. 1 supervisor of the Company was present at the meeting. Mr. Wang Xin, Vice Chairman of the Company, presided the meeting. The following resolutions were approved unanimously by the attending Directors or their authorized proxies by way of voting by show of hands at the meeting:

I. THE “RESOLUTION ON ENTRUSTMENT ON DATANG ENVIRONMENT COMPANY TO UNDERTAKE PART OF EPC AND BOT CONSTRUCTION PROJECTS OF LIAONING DATANG INTERNATIONAL HULUDAO THERMAL POWER CO., LTD.” IS CONSIDERED AND APPROVED

Voting results: 12 voted in favour, 0 voted against and 3 abstained.

It is agreed that Liaoning Datang International Huludao Thermal Power Co., Ltd., a wholly-owned subsidiary of the Company, enters into “Coal Transmission System EPC Construction Contract”, “Slag Removal, Ash Removal, Dust Removal and Chimney with Inner Wall Made of Fiberglass EPC Construction Contract”, “Water Treatment Management System EPC Construction Contract” and “Flue Gas Desulfurization and Denitrification BOT Concession Contract” with Datang Environment Industry Group Co., Ltd., a holding subsidiary of China Datang Corporation (“CDC”).

It is agreed to submit the matters in relation to signing of “Flue Gas Desulfurization and Denitrification BOT Concession Contract” to the general meeting of the Company for shareholders’ consideration and approval, if applicable.

The Company will publish a separate relevant announcement as required after the relevant contracts are entered into.

II. THE “RESOLUTION ON CONNECTED TRANSACTIONS IN RELATION TO PURCHASE AND SALES OF COAL OF CERTAIN SUBSIDIARIES” IS CONSIDERED AND APPROVED

Voting results: 12 voted in favour, 0 voted against and 3 abstained.

It is agreed that Shanxi Datang International Yungang Thermal Power Company Limited, a wholly-owned subsidiary of the Company, entered into the “Coal Purchase and Sale Framework Agreement” with Datang Shanxi Electric Power Fuel Company Limited, a wholly-owned subsidiary of CDC, and it is agreed that Gansu Datang International Liancheng Power Generation Company Limited, a holding subsidiary of the Company, entered into “Coal Purchase and Sale Framework Agreement” with Gansu Datang Fuel Co., Ltd., a wholly-owned subsidiary of CDC.

It is agreed to submit the abovementioned transaction matters to the general meeting of the Company for shareholders’ consideration and approval.

The Company will publish a separate relevant announcement as required after the relevant contracts are entered into.

Pursuant to the listing rules of the place where the Company is listed, relevant matters of the above-mentioned resolutions No. 1 and No. 2 constitute connected transactions of the Company. Mr. Chen Jinhang, Mr. Liu Chuandong and Mr. Liang Yongpan, being connected Directors, have abstained from voting on the abovementioned resolutions. Directors of the Company, including independent Directors, are of the view that the aforementioned transactions are carried out in the ordinary course of business on normal commercial terms, and the relevant transactions are fair, justified, reasonable and in the interests of the shareholders of the Company as a whole.

Announcement is hereby given.

By Order of the Board
Ying Xuejun
Company Secretary

Beijing, the PRC, 23 May 2017

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, Liu Haixia, Guan Tiangang, Liu Jizhen, Feng Genfu*, Luo Zhongwei*, Liu Huangsong*, Jiang Fuxiu**

** Independent non-executive Directors*