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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)

**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 13.10(B) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”).

The eighteenth meeting of the ninth session of the Board of Datang International Power Generation Co., Ltd. (the “**Company**”) was convened on Monday, 30 October 2017 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 and the Articles of Association of Datang International Power Generation Co., Ltd. (the “**Articles of Association**”), and was lawful and valid. The following resolutions were approved unanimously at the meeting:

I. THE “RESOLUTION ON THE 2017 THIRD QUARTERLY REPORT” WAS CONSIDERED AND APPROVED

Voting results: 15 voted in favour, 0 voted against and 0 abstained.

It is agreed that the Company publishes the 2017 third quarterly report.

II. THE “RESOLUTION ON THE MERGER BY ABSORPTION OF NINGXIA QINGTONGXIA WIND POWER COMPANY LIMITED WITH QINGTONGXIA PHOTOVOLTAIC COMPANY LIMITED AND THE PROVISION OF GUARANTEE FOR THE FINANCING OF QINGTONGXIA WIND POWER COMPANY LIMITED” WAS CONSIDERED AND APPROVED

Voting results: 15 voted in favour, 0 voted against and 0 abstained.

1. It is agreed that Ningxia Datang International Qingtongxia Wind Power Company Limited (“**Qingtongxia Wind Power Company Limited**”), a subsidiary of the Company, will merge with Ningxia Datang International Qingtongxia Photovoltaic Power Generation Limited (“**Qingtongxia Photovoltaic Company Limited**”) by absorption. The relevant arrangement on the merger by absorption is also agreed. Upon completion of the merger by absorption, Qingtongxia Wind Power Company Limited will continue its operations, while the registration of Qingtongxia Photovoltaic Company Limited as a legal person will be revoked. The registered capital of Qingtongxia Wind Power Company Limited will be increased to 164.138 million (in RMB, the same below).
2. It is agreed that the bank loan entity will be changed from Qingtongxia Photovoltaic Company Limited to Qingtongxia Wind Power Company Limited. In response to the change of loan entity, the Company agreed to continue to provide guarantee for the secured loan with an original amount of 241 million.
3. The above matters of the provision of guarantee for Qingtongxia Wind Power Company Limited by the Company will be submitted to the general meeting for shareholder’s consideration and approval in due course, if applicable.

The Company will publish relevant announcement(s) as required upon execution of the relevant contracts.

III. THE “RESOLUTION ON THE CONTINUOUS IMPLEMENTATION OF FRANCHISING OF DESULFURIZATION AND DENITRIFICATION OF CERTAIN ENTERPRISES OF THE COMPANY” WAS CONSIDERED AND APPROVED

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

1. It is agreed that Guangdong Datang International Chaozhou Power Generation Company Limited, Jiangsu Datang International Lvsigang Power Generation Company Limited, Zhangjiakou Power Plant of Datang International, Shanxi Datang International Shentou Power Generation Company Limited, Hebei Datang International Zhangjiakou Thermal Power Generation Company Limited, Hebei Datang International Wangtan Power Generation Company Limited, Tianjin Datang International Panshan Power Generation Company Limited, Inner Mongolia Datang International Tuoketuo Power Generation Company Limited, Inner Mongolia Datang International Tuoketuo No. 2 Power Generation Company Limited, Zhejiang Datang Wushashan Power Generation Company Limited, all being subsidiaries of the Company, continue to perform their obligations under the “Franchising Agreement on Flue Gas Desulfurization (and/or) Denitrification” and relevant agreements entered into with Datang Environment Industry Group Co., Ltd. (“**Datang Environment Industry Company**”, a controlled subsidiary of China Datang Corporation) or its branches and subsidiaries.
2. It is agreed that from 2018 to 2020, the total electricity fee expenses for desulfurization and denitrification (tax exclusive) for the above relevant enterprises are anticipated to be approximately 1,357.83 million, 1,360.07 million and 1,354.40 million, respectively; while the total revenue from water, electricity and gas (tax exclusive) for desulfurization and denitrification is anticipated to be approximately 242.47 million, 245.46 million and 241.41 million, respectively.
3. The Directors (including independent Directors) are of the view that the abovementioned transactions are conducted on normal commercial terms and in the ordinary and usual course of business of the Company and such transactions are fair and reasonable and in the interests of the Company and its shareholders as a whole.
4. Pursuant to the listing rules of the places where the Company is listed, Datang Environment Industry Company (or its branches and subsidiaries) is a connected person of the Company. The abovementioned matters constitute connected transactions of the Company, and Chen Jinhang, Liu Chuandong and Liang Yongpan, all being connected Directors, have abstained from voting on the resolution.

Please refer to the relevant announcement published by the Company on the same date for details.

Since the matters of the provision of guarantee for Qingtongxia Wind Power Company Limited in resolution No. 2 is required to be submitted to the general meeting for shareholders' consideration and approval, if applicable, the Company will issue a notice of general meeting in due course.

Announcement is hereby given.

By Order of the Board
Ying Xuejun
Company Secretary

Beijing, the PRC, 30 October 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*