

*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)**

## **ANNOUNCEMENT**

### **MAJOR AND CONNECTED TRANSACTION IN RELATION TO THE ACQUISITION OF THE TARGET COMPANIES FROM CDC – RECEIPT OF ENQUIRY LETTER FROM THE SHANGHAI STOCK EXCHANGE**

Reference is made to the announcement of Datang International Power Generation Co., Ltd. (the “**Company**”) dated 6 December 2017 (the “**Announcement**”) in respect of the major and connected transaction in relation to the Acquisition pursuant to the Transfer Agreement. Unless otherwise defined herein, terms used in this announcement shall have the same meanings as defined in the Announcement.

On 8 December 2017, the Company received the “Enquiry Letter in respect of the Related Transaction of Datang International Power Generation Co., Ltd. (Shang Zheng Gong Han [2017] No. 2404) (《關於對大唐國際發電股份有限公司關聯交易事項的問詢函》上證公函[2017]2404號)” (“**Enquiry Letter**”) from the Shanghai Stock Exchange. The material content of the Enquiry Letter is as follows:

On 7 December 2017, the Company announced in its announcement relating to the Acquisition (which was issued on the Shanghai Stock Exchange on 7 December 2017, the material contents of which were disclosed in the Announcement) that it proposed to acquire the entire equity interests of each of Hebei Company, Heilongjiang Company and Anhui Company from CDC, the controlling shareholder of the Company, with the

consideration of approximately RMB18.1 billion. Amongst others, Hebei Company and Anhui Company recorded losses for the nine months ended 30 September 2017. Pursuant to rule 17.1 of the “Rule Governing the Listing of Shares on the Shanghai Stock Exchange 《上海證券交易所股票上市規則》”, the Company and CDC are requested to verify and disclose the following matters:

- 1) Pursuant to the “Undertaking in respect of the Matters relating to Further Avoidance by China Datang Corporation of Intra-industry Competition with Datang International Power Generation Co., Ltd. (《關於中國大唐集團公司進一步避免與大唐國際發電股份有限公司同業競爭有關事項的承諾》)” issued by CDC in 2010 and the performance of such undertaking in 2014, the Company and CDC, the controlling shareholder of the Company, are requested to specifically explain whether the Acquisition is consistent with the content of such undertaking;
- 2) The Company is requested to explain the source of funds for the consideration of equity interest transfer and the relevant arrangements, taking into account its own production and operation and cash flow conditions; and
- 3) In relation to the assets to be acquired under the Acquisition, the Company is requested to explain whether there might be any risk of diminishment in value of such assets, taking into account the existing conditions of and the development trend of the industry.

The Company is requested to issue a reply to the Shanghai Stock Exchange before 14 December 2017.

By Order of the Board  
**Ying Xuejun**  
Company Secretary

Beijing, the PRC, 8 December 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*