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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)**

## **NOTICE OF 2019 FIRST EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the 2019 first extraordinary general meeting (the “**EGM**”) of Datang International Power Generation Co., Ltd. (the “**Company**”) will be held at 1608 Conference Room of Datang International Power Generation Co., Ltd., No. 9 Guangningbo Street, Xicheng District, Beijing, the People's Republic of China (the “**PRC**”) at 9:30 a.m. on 28 March 2019 (Thursday) to consider and, if thought fit, pass the following resolution:

### **ORDINARY RESOLUTION**

1. To consider and approve “Resolution on Entering into the Comprehensive Product and Service Framework Agreement with CDC for the Years from 2019 to 2021” *(Note 1)*.

### **CLOSURE OF THE REGISTER OF MEMBERS OF THE COMPANY**

Holder of H-shares of the Company (“**Holders of H-shares**”) should note that, in accordance with the Articles of Association of the Company (the “**Articles of Association**”), the register of members of the Company will be closed from 27 February 2019 (Wednesday) to 28 March 2019 (Thursday) (both dates inclusive), during which period no transfer of any H-shares of the Company will be registered. Holders of H-shares whose names appear on the register of members of the Company on 27 February 2019 (Wednesday) are entitled to attend and vote at the EGM. In order to be entitled to the attendance of the EGM, Holders of H-shares are required to deposit the transfer document together with the relevant share certificates at the H-share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong at or before 4:30 p.m. on 26 February 2019 (Tuesday).

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

Beijing, the PRC  
11 February 2019

*Notes:*

1. On 23 January 2019, the Company entered into the Comprehensive Product and Service Framework Agreement with China Datang Corporation, Ltd. (“CDC”). The transactions contemplated under the Comprehensive Product and Service Framework Agreement constitute continuing connected transactions of the Company. CDC and its associates will abstain from voting on the relevant resolution(s).

For details, please refer to the relevant announcement of the Company dated 23 January 2019 (the “**Announcement**”) and the circular to be sent to the shareholders of the Company.

2. Other Matters

- (1) Each of the Holders of H-shares entitled to attend and vote at the EGM, is entitled to appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a shareholder of the Company.
- (2) If Holders of H-shares have appointed more than one proxy to attend the EGM, the proxies can only exercise their voting rights by way of poll.
- (3) To be valid, Holders of H-shares must deliver the proxy form, and if such proxy form is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority, a notarised copy of that power of attorney or other authority, to the Company’s H-share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, in not less than 24 hours before the time scheduled for holding the EGM.
- (4) Holders of H-shares who wish to attend the EGM are required to return the notice of attendance by hand, post, cable or fax to the Company’s office address on or before 7 March 2019. Completion and return of the notice of attendance will not preclude a shareholder of the Company from attending and voting at the EGM in person.
- (5) The EGM (onsite meeting) is expected to last for one hour. Shareholders and their proxies attending the EGM shall be responsible for their own travel and accommodation expenses.

The Company’s office address:

No. 9 Guangningbo Street, Xicheng District, Beijing, the PRC

Postcode: 100033

Telephone: (8610) 8800 8669 or (8610) 8800 8767

Fax: (8610) 8800 8672

- (6) Unless otherwise defined, capitalized terms used in this notice shall have the same meanings as defined in the Announcement.

*As at the date of this notice, 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*