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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 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The fifth meeting of the tenth session of the Board of Datang International Power Generation Co., Ltd. (“**Datang International**” or the “**Company**”) was convened on Friday, 22 November 2019 by way of written resolutions. There were 15 Directors eligible for attending the meeting and all 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 (“**PRC**”) and the Articles of Association of the Company, and was lawful and valid. The following resolutions were approved unanimously at the meeting:

**I. THE “RESOLUTION ON DISPOSAL PROPOSAL OF ASSETS RELATING TO THE NO.8 GENERATING UNIT OF DATANG HUAIBEI POWER PLANT AND THE LAND OF OLD PLANT SITE” WAS CONSIDERED AND APPROVED**

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

It was approved that the Company would transfer the machines, equipment and the electronic office equipment (the “**Machine and Equipment Assets**”) as well as part of the buildings, structures and other fixtures erected on the land (the “**Building and Structure Assets**”) of the No.8 generating unit of Datang Huaibei Power Plant by way of public tender. The listing price for the Machine and Equipment Assets shall be no less than the appraised value of RMB365,398,200 (subject to the results of filing of valuation), and the listing price for the Building and Structure Assets shall be no less than the appraised value of RMB360,616,400 (subject to the results of filing of valuation).

It was approved that upon completion of the transfer of the above-mentioned Building and Structure Assets, for the land with a site area of approximately 1,459.87 mu (subject to the results of final measurement) on which the above-mentioned Building and Structure Assets are erected, the transferee of the Building and Structure Assets shall pay the price of the land use rights and pay the outstanding amount of the land premium to the Company pursuant to the governmental approval, with the price of the land use rights calculated at an average of RMB276.81 per square metre (subject to the results of filing of valuation).

## **II. THE “RESOLUTION ON FORMATION OF LIAONING ZHUANGHE NUCLEAR POWER CO., LTD.” WAS CONSIDERED AND APPROVED**

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

It was approved that Datang International would invest in the formation of Liaoning Zhuanghe Nuclear Co., Ltd. (which is a provisional name that is subject to final registration with the relevant industrial and commercial registration authority), and would be responsible for the development and preliminary preparation works of the Liaoning Zhuanghe Nuclear Power Project. Liaoning Zhuanghe Nuclear Power Co., Ltd. shall be controlled by Datang International, which shall hold 46% of its equity interest. Datang International shall make an initial capital contribution of RMB368 million in proportion to its shareholding.

## **III. THE “RESOLUTION ON MERGER BY ABSORPTION OF DATANG INTERNATIONAL NUCLEAR POWER COMPANY LIMITED” WAS CONSIDERED AND APPROVED**

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

It was approved that the Company shall absorb and merge with Datang International Nuclear Power Company Limited. Upon the merger by absorption, the Company will continue to exist while the legal person status of Datang International Nuclear Power

Co., Ltd. will be deregistered. Upon completion of the merger by absorption, all the assets, liabilities and equity interests of Datang International Nuclear Power Company Limited will be assumed and held by Datang International.

It was approved that the matter shall be considered and approved at the general meeting of the Company.

**IV. THE “RESOLUTION ON DISPOSAL PROPOSAL OF ALUMINA RELATED ASSETS OF THE RENEWABLE ENERGY RESOURCE COMPANY” WAS CONSIDERED AND APPROVED**

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

It was approved that the Company would transfer the assets relating to alumina system of Inner Mongolia Datang International Renewable Energy Resource Development Company Limited by way of public tender. The initial listing price shall not be less than the appraised value of RMB1,333,568,900 (subject to the results of filing of valuation). If no intended transferee has been solicited in the initial tender, it is agreed that a second tender will be conducted and the second listing price shall be adjusted downwards within 10% from the initial listing price.

**V. THE “RESOLUTION ON RETIREMENT OF FIXED ASSETS RELATING TO THE COAL-FIRED GENERATING UNIT SHUT DOWN BY MATOU THERMAL POWER BRANCH OF HEBEI POWER GENERATION COMPANY” WAS CONSIDERED AND APPROVED**

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

It was approved that the fixed assets relating to the No.8 coal-fired generating unit, which has been shut down by Matou Thermal Power Branch of Datang Hebei Power Generation Co., Ltd., would be retired in accordance with the Accounting Standards for Business Enterprises and the relevant financial and accounting policies of Datang International. The original value and the net value of the fixed assets that will be retired are RMB403,861,200 and RMB113,515,500, respectively.

**VI. THE “RESOLUTION ON TRANSFER PROPOSAL OF RETIRED ASSETS OF THE NO.7 AND NO.8 GENERATING UNITS OF MATOU THERMAL POWER BRANCH OF HEBEI POWER GENERATION COMPANY” WAS CONSIDERED AND APPROVED**

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

It was approved that the retired assets of the No.7 and No.8 generating units of Matou Thermal Power Branch of Datang Hebei Power Generation Co., Ltd. would be transferred by way of public tender at an initial listing price of not less than the appraised value of RMB50,008,000 (subject to the results of filing of valuation). If no intended transferee has been solicited in the initial tender, it is agreed that a second tender will be conducted and the second listing price shall be adjusted downwards within 10% from the initial listing price.

By Order of the Board  
**Jiang Jinming**  
Company Secretary

Beijing, the PRC, 22 November 2019

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

*Chen Feihu, Wang Sen, 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*