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

The eleventh meeting of the tenth session of the Board of Datang International Power Generation Co., Ltd. (“**Datang International**” or the “**Company**”) was convened at 11:00 a.m. on Monday, 29 June 2020. The written notice convening the meeting was issued on 15 June 2020. There were 15 Directors eligible for attending the meeting and 13 of them attended the meeting. Chen Feihu (Director) and Wang Sen (Director) were unable to attend the meeting in person due to business engagements, and they both had authorised Liang Yongpan (Director) to attend and vote at the meeting on their behalf. The convening of the meeting was in compliance with the provisions stipulated in the Company Law of the People's Republic of China (the “**Company Law**”) and the articles of association of Datang International Power Generation Co., Ltd. (the “**Articles of Association**”) and was lawful and valid. Three supervisors of the Company attended the meeting. In accordance with the Articles of Association, the meeting was presided by Mr. Liang Yongpan (Director) as unanimously elected by the Directors of the Company. The following resolutions were considered and unanimously approved by the attending Directors or their authorised proxies through voting at the meeting:

**I. THE “RESOLUTION ON THE CHANGE OF DIRECTORS OF DATANG INTERNATIONAL” WAS CONSIDERED AND APPROVED**

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

It was approved that Mr. Sun Yongxing will be nominated as the Director of the tenth session of the Board of Datang International and his term of office shall commence from the date of approval at the general meeting and expire on the date of the conclusion of the tenth session of the Board (i.e. 30 June 2022). The biographical details of Mr. Sun Yongxing are set out in the appendix to this announcement.

It was approved that Mr. Zhang Ping will cease to act as the Director of the Company and his term of office shall expire on the date of consideration and approval at the general meeting. Mr. Zhang Ping has confirmed that he has no disagreement with the Board of the Company, and there is no matter that needs to be brought to the attention of the shareholders of the Company and the Shanghai Stock Exchange and the Hong Kong Stock Exchange. The Board of the Company expressed satisfaction with the work of Mr. Zhang Ping during his tenure as Director and would like to extend its gratitude to Mr. Zhang Ping for his contribution to the Company's development for years.

The independent non-executive Directors of the Company were of the view that, the procedures of recommendation and nomination of Directors are in line with the Company Law, the Articles of Association and relevant requirements. The nominated candidates possess the relevant qualifications and capabilities to perform their duties as Directors of the Company and are not prohibited by relevant laws and regulations and the Articles of Association from acting as Directors of the Company.

## **II. THE “RESOLUTION ON THE TRANSFER OF EQUITY INTEREST IN CDC HONG KONG COMPANY” WAS CONSIDERED AND APPROVED**

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

1. It was approved that 30% equity interest in China Datang Corporation Hong Kong Co., Limited (“**CDC Hong Kong Company**”) held by Datang International (Hong Kong) Limited, a wholly-owned subsidiary of the Company will be transferred to China Datang Corporation Ltd. (“**CDC**”) at the transfer price of approximately USD2.70 million (or equivalent amount in RMB) (recorded valuation result shall prevail). The management of the Company will negotiate and implement subsequent specific matters on equity transfers and sign relevant agreements.
2. The Directors of the Company (including independent non-executive Directors) are of the view that the transfer of 30% equity interest in CDC Hong Kong Company is a reasonable arrangement based on the business adjustment and development of CDC Hong Kong Company, which will make Datang International (Hong Kong) Limited focus more on its own business development. The relevant transaction is conducted on normal commercial terms and in the interest of the Company and shareholders as a whole.

### **III. THE “RESOLUTION ON THE TRANSFER OF EQUITY INTEREST IN GANSU LIANCHENG POWER GENERATION COMPANY” WAS CONSIDERED AND APPROVED**

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

1. It was approved that 55% equity interest in Gansu Datang International Liancheng Power Generation Company Limited (“**Liancheng Power Generation Company**”) held by the Company will be transferred to CDC at nil consideration. The management of the Company will negotiate and implement subsequent specific matters on equity transfers and sign relevant agreements.
2. The Directors of the Company (including independent non-executive Directors) are of the view that the equity transfer of Liancheng Power Generation Company is to implement relevant requirements for the integration of regional coal power resources of the State-owned Assets Supervision and Administration Commission of the State Council. The relevant transaction is conducted on normal commercial terms, is fair and reasonable and in the interest of the Company and shareholders as a whole.

Further announcement will be published by the Company after the execution of the relevant agreement(s).

### **IV. THE “RESOLUTION ON FORMATION OF A CONSORTIUM TO PARTICIPATE IN THE BIDDING FOR MYANMAR PHOTOVOLTAIC PROJECTS AND INVESTMENT IN THE CONSTRUCTION OF PHOTOVOLTAIC PROJECTS” WAS CONSIDERED AND APPROVED**

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

1. It was approved that the Company and China Datang Group Overseas Investment Co., Ltd. (“**Datang Overseas Investment Company**”) will form a consortium in proportion of 51%: 49% to participate in the bidding for photovoltaic projects in Kamarnut, Buddha Kone and Kyungchaung, Myanmar and sign the consortium agreement, as well as invest in construction of relevant photovoltaic projects depending on bid-winning.
2. It was approved that the Company and Datang Overseas Investment Company, China Energy Engineering Group International Engineering Co., Ltd. will form a consortium in proportion of 51%: 39%: 10% to participate in the bidding for five photovoltaic projects in Tharzi, Aungchanthar, Ngapyawdine, Nyaungpingyi and Ohntaw, Myanmar and sign the consortium agreement, as well as invest in construction of relevant photovoltaic projects depending on bid-winning.

3. The Directors of the Company (including independent non-executive Directors) are of the view that with effective risk control, participation in bidding and investment in construction of relevant photovoltaic projects in Myanmar is in line with national industrial policies and the Company's development strategies and the return on investment of relevant photovoltaic projects meets the requirements. The cooperation with relevant investors is conducted on normal commercial terms, and the transactions are fair and reasonable and in the interest of the Company and shareholders as a whole.

Further announcement will be published by the Company (if applicable) after the execution of the relevant investment agreement(s).

Pursuant to the requirements of the listing rules in the places where the shares of the Company are listed, the above-mentioned resolutions numbered II to IV constitute connected transactions of the Company. The connected Directors, namely Mr. Chen Feihu, Mr. Wang Sen and Mr. Qu Bo, have abstained from voting in respect of above resolutions.

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

Beijing, the PRC, 29 June 2020

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

*Chen Feihu, Wang Sen, Qu Bo, Liang Yongpan, Ying Xuejun, Zhu Shaowen, Cao Xin, Zhao Xianguo, Zhang Ping, Jin Shengxiang, Liu Jizhen\*, Luo Zhongwei\*, Liu Huangsong\*, Jiang Fuxiu\*, Niu Dongxiao\**

*\* Independent non-executive Directors*

## **APPENDIX:**

### **BIOGRAPHICAL DETAILS OF MR. SUN YONGXING**

Sun Yongxing, male, aged 53, is a member of the Communist Party of China and a senior engineer with a bachelor degree. He participated in work since July 1989. He successively served as a chief engineer of Inspection Branch of Beijing Jingneng Thermal Power Co., Ltd.; project manager of the power investment department of Beijing International Power Development and Investment Company; deputy director (presiding work) of the preparation division of Ningxia Shuidonggou Power Plant; deputy general manager (presiding work) of Ningxia Jingneng Ningdong Electric Power Co., Ltd.; manager of Jingneng (Chifeng) Energy Development Co., Ltd. (京能(赤峰)能源發展有限公司); deputy officer of the security and technological environmental department of Beijing Energy Investment Holding Co., Ltd. (北京能源投資(集團)有限公司); deputy officer of the security and technological environmental department of Beijing Energy Group Co., Ltd. (北京能源集團有限責任公司). He is currently a full-time director for invested enterprises of Beijing Energy Group Co., Ltd. and a director of Beijing Jingneng Power Co., Ltd. (北京京能電力股份有限公司) (600578.SH).

As at the date of this announcement, Mr. Sun Yongxing did not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and was not subject to any public disciplinary actions or sanctions by statutory or regulatory authorities.

As at the date of this announcement, save as disclosed above, Mr. Sun Yongxing (i) did not hold any directorship in public companies listed on any securities market in Hong Kong or overseas in the past three years; and (ii) does not have any relationship with any Directors, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company. Save as disclosed above, there are no other matters concerning the proposed appointment of Mr. Sun Yongxing that need to be brought to the attention of the shareholders and the Hong Kong Stock Exchange, and there are no other matters that need to be disclosed in accordance with Rule 13.51 (2) (h) to (v) of the Listing Rules.

If elected by shareholders of the Company at the general meeting, Mr. Sun Yongxing will not receive any remuneration from the Company.