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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 RESOLUTION OF
THE BOARD OF DIRECTORS
AND
CHANGE OF JOINT COMPANY SECRETARY**

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 Rules 13.10B and 13.51(5) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

A. RESOLUTION OF THE BOARD OF DIRECTORS

The seventh 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, 20 January 2020 at Conference Room 606, 9 Guangningbo Street, Xicheng District, Beijing. The written notice convening the meeting was issued on 8 January 2020. There were 15 Directors eligible for attending the meeting and 12 of them attended the meeting. Chen Feihu (Director), Wang Sen (Director) and Ying Xuejun (Director) were unable to attend the meeting in person due to business engagements, and they had authorised Liang Yongpan (Director), Liang Yongpan (Director) and Wang Xin (Director), respectively, 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 (“**PRC**”) and the articles of association of Datang International Power Generation Co., Ltd. (the “**Articles**”), and was lawful and valid. In accordance with the Articles and as decided unanimously by the Directors, Mr.

Liang Yongpan (Director) presided over the meeting. The following resolution was considered and unanimously approved by the attending Directors or their authorised proxies through voting at the meeting:

I. THE “RESOLUTION ON THE CHANGE OF JOINT COMPANY SECRETARY OF DATANG INTERNATIONAL” WAS CONSIDERED AND APPROVED

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

1. It was approved that Ms. Ko Mei Ying (“**Ms. Ko**”) would be appointed as a joint company secretary of Datang International in accordance with the relevant requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Listing Rules**”), to provide assistance to Mr. Jiang Jinming (“**Mr. Jiang**”), the chief accountant and joint company secretary of the Company to discharge his duties as a company secretary. The term of office of Ms. Ko shall commence on the day following the date of passing this resolution at the Board meeting (i.e. 21 January 2020) until 29 August 2022.
2. It was approved that Mr. Mok Chung Kwan, Stephen (“**Mr. Mok**”) would cease to be a joint company secretary of the Company, with effect from the date of passing this resolution at the Board meeting (i.e. 20 January 2020). Mr. Mok confirmed that he has no disagreement with the Board of the Company and there are no circumstances which needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) or the shareholders of the Company. The Board of the Company expressed its gratitude towards Mr. Mok for his contributions during his tenure of service as a joint company secretary of the Company.

B. WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE HONG KONG LISTING RULES

Pursuant to Rules 3.28 and 8.17 of the Hong Kong Listing Rules, the Company must appoint a company secretary who, by virtue of his/her academic or professional qualifications or relevant experience, is, in the opinion of the Hong Kong Stock Exchange, capable of discharging the functions of a company secretary.

Reference is made to the relevant overseas regulatory announcement of the Company dated 30 August 2019 in relation to, among other matters, the appointment of Mr. Jiang and Mr. Mok as joint company secretaries of the Company and the waiver (the “**Waiver**”) granted to the Company by the Hong Kong Stock Exchange from strict compliance with Rules 3.28 and 8.17 of the Hong Kong Listing Rules in relation to the eligibility of Mr. Jiang to act as one of the joint company secretaries of the Company for a period of three years from the appointment of Mr. Mok as a joint company secretary (i.e. 30 August 2019) (the “**Waiver Period**”) if, among other things, Mr. Jiang will be assisted by Mr. Mok during the Waiver Period. The Waiver will be revoked immediately if and when Mr. Mok ceases to provide assistance to Mr. Jiang.

As Mr. Jiang currently does not possess the requisite qualifications or the relevant experience as required under Rule 3.28 of the Hong Kong Listing Rules, and the Waiver will be revoked upon the resignation of Mr. Mok as a joint company secretary, the Company has therefore appointed Ms. Ko who possesses the requisite qualifications under Rule 3.28 of the Hong Kong Listing Rules as a joint company secretary.

The Company has applied to the Hong Kong Stock Exchange for, and the Hong Kong Stock Exchange has granted a new waiver (the “**New Waiver**”) to the Company from strict compliance with requirements under Rules 3.28 and 8.17 of the Hong Kong Listing Rules for a period from the date of appointment of Ms. Ko as a joint company secretary (i.e. 21 January 2020) to 29 August 2022 (i.e. the remaining period of the three-year Waiver Period from the date of appointment of Mr. Mok) (the “**Remaining Period**”) in relation to the eligibility of Mr. Jiang to act as a joint company secretary. The New Waiver is granted on the conditions that:

- (i) Mr. Jiang will be assisted by Ms. Ko, the other joint company secretary of the Company, during the Remaining Period, and the New Waiver will be revoked immediately if and when Ms. Ko ceases to provide assistance to Mr. Jiang in discharging his duties as company secretary;
- (ii) the Company shall notify the Hong Kong Stock Exchange at the end of the New Waiver period for the Hong Kong Stock Exchange to re-visit the situation. The Hong Kong Stock Exchange expects that, after the end of the New Waiver period, the Company will be able to demonstrate that Mr. Jiang can satisfy requirements under Rule 3.28 of the Listing Rules after having the benefit of Ms. Ko’s assistance such that a further waiver would not be necessary; and
- (iii) the Company will disclose the details of the New Waiver, including its reasons and conditions, by way of an announcement.

The biographical details of Ms. Ko are set out in the appendix to this announcement.

By Order of the Board
Jiang Jinming
Company Secretary

Beijing, the PRC, 20 January 2020

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*

APPENDIX: BIOGRAPHICAL DETAILS OF MS. KO MEI YING

Ms. Ko Mei Ying is currently a manager of SWCS Corporate Services Group (Hong Kong) Limited. Ms. Ko has over 10 years of experience in providing corporate secretarial, auditing and accounting services. Ms. Ko holds a Master of Science degree in Professional Accounting and Corporate Governance from the City University of Hong Kong, and a Bachelor of Commerce degree majoring in Accounting from Macquarie University, Australia. She is an associate of the Hong Kong Institute of Chartered Secretaries, The Institute of Chartered Secretaries and Administrators (UK) and a Certified Practising Accountant of CPA Australia. Ms. Ko has been providing corporate secretarial and compliance services to several companies listed on the Hong Kong Stock Exchange.