

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 PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The fifteenth meeting of the tenth session of the board of directors (the “**Board**”) of Datang International Power Generation Co., Ltd. (the “**Company**”) approved the proposed amendments to the articles of association of the Company, and agreed to deliver them to the shareholders’ general meeting of the Company for shareholders’ consideration and approval.

Details of the proposed amendments are as follows:

Article number	Existing article	Amended article
Article 140	<p>The board of directors shall be accountable to the shareholders’ general meeting, and exercise the following functions and powers:</p> <ol style="list-style-type: none"> 1. to convene shareholders’ general meetings and report its work to the shareholders’ general meeting; 2. to implement resolutions of the shareholders’ general meeting; 3. to decide on the Company’s business plans and investment plans; 4. to formulate the Company’s plans for annual financial budgets and final accounts; 5. to formulate the Company’s plans for profit distribution and making up losses; 	<p>The board of directors shall be accountable to the shareholders’ general meeting, and exercise the following functions and powers:</p> <ol style="list-style-type: none"> 1. to convene shareholders’ general meetings and report its work to the shareholders’ general meeting; 2. to implement resolutions of the shareholders’ general meeting; 3. to decide on the Company’s business plans and investment plans; 4. to formulate the Company’s plans for annual financial budgets and final accounts; 5. to formulate the Company’s plans for profit distribution and making up losses;

Article number	Existing article	Amended article
	<p>6. to formulate proposals for the increase or reduction of the Company’s registered capital, the issuance of the Company’s bonds or other securities, and the listing project;</p> <p>7. to prepare plans for major acquisition, repurchase of the Company’s shares, merger, division or dissolution of the Company, or the change of the Company’s nature of incorporation;</p> <p>8. without prejudice to the requirements under Article 62 of these Articles, considering and approving the external guarantees to be provided the Company;</p> <p>9. to consider and approve the relevant transactions in accordance with rules of the relevant securities exchange(s) on which the Company’s shares are listed;</p> <p>10. to decide on the Company’s internal management structure;</p> <p>11. to appoint or remove the Company’s manager and Secretary of the board of directors, and pursuant to the manager’s nominations to appoint or remove the deputy manager, financial officer or other senior management of the Company and to decide on their remuneration, punishment and bonus;</p> <p>12. to formulate the Company’s basic management system;</p> <p>13. to prepare plans for amending these Articles;</p> <p>14. to handle matters in relation to the disclosure of the Company’s information;</p>	<p>6. to formulate proposals for the increase or reduction of the Company’s registered capital, the issuance of the Company’s bonds or other securities, and the listing project;</p> <p>7. to prepare plans for major acquisition, repurchase of the Company’s shares, merger, division or dissolution of the Company, or the change of the Company’s nature of incorporation;</p> <p>8. without prejudice to the requirements under Article 62 of these Articles, considering and approving the external guarantees to be provided the Company;</p> <p>9. to consider and approve the relevant transactions in accordance with rules of the relevant securities exchange(s) on which the Company’s shares are listed;</p> <p>10. to decide on the Company’s internal management structure;</p> <p>11. to appoint or remove the Company’s manager and Secretary of the board of directors, and pursuant to the manager’s nominations to appoint or remove the deputy manager, financial officer, general counsel or other senior management of the Company and to decide on their remuneration, punishment and bonus;</p> <p>12. to formulate the Company’s basic management system;</p> <p>13. to prepare plans for amending these Articles;</p> <p>14. to handle matters in relation to the disclosure of the Company’s information;</p>

Article number	Existing article	Amended article
	<p>15. to propose to the shareholders' general meeting as to the appointment or change of the Company's audit firm;</p> <p>16. to consider the work reports of the manager and to examine his work;</p> <p>17. to decide on the salary structure and the welfare and bonus plan of the Company;</p> <p>18. to decide on the establishment of special committees and the appointment and removal of the relevant members of such committees;</p> <p>19. to decide on other important affairs and administrative matters which are not required by these Articles to be decided by the shareholders' general meeting;</p> <p>20. to exercise other functions and powers granted by the shareholders' general meeting and these Articles.</p> <p>The special committees specified in item 18 above shall be composed of one or more director(s). The special committees shall assist the board of directors in exercising its functions and powers under the authority granted by the board of directors.</p> <p>Resolutions relating to the above, save for items 6, 7, 8 and 13 above which require to be approved through voting by no less than two-thirds of all directors, shall be approved through voting by no less than one half of all directors.</p>	<p>15. to propose to the shareholders' general meeting as to the appointment or change of the Company's audit firm;</p> <p>16. to consider the work reports of the manager and to examine his work;</p> <p>17. to decide on the salary structure and the welfare and bonus plan of the Company;</p> <p>18. to decide on the establishment of special committees and the appointment and removal of the relevant members of such committees;</p> <p>19. to decide on other important affairs and administrative matters which are not required by these Articles to be decided by the shareholders' general meeting;</p> <p>20. to exercise other functions and powers granted by the shareholders' general meeting and these Articles.</p> <p>The special committees specified in item 18 above shall be composed of one or more director(s). The special committees shall assist the board of directors in exercising its functions and powers under the authority granted by the board of directors.</p> <p>Resolutions relating to the above, save for items 6, 7, 8 and 13 above which require to be approved through voting by no less than two-thirds of all directors, shall be approved through voting by no less than one half of all directors.</p>

Article number	Existing article	Amended article
	<p>The opinions of the Party Committee shall be heard before the board of directors decides on material issues of the Company.</p>	<p>The opinions of the Party Committee shall be heard before the board of directors decides on material issues of the Company.</p> <p><u>Where the matters considered by the board of directors relate to legal issues, the general counsel shall be present at the meeting and give legal advices.</u></p>
Article 158	<p>The manager of the Company is accountable to the board of directors and shall exercise the following functions and powers:</p> <ol style="list-style-type: none"> 1. to take charge of the production, operation and management of the Company and to arrange the implementation of the resolutions of the board of directors, and report to the board of directors; 2. to arrange the implementation of the Company's annual business plans and investment plans; 3. to prepare the plan for setting up the Company's internal management organisation; 4. to prepare the Company's basic management system; 5. to formulate the basic rules and regulations of the Company; 6. to propose the appointment or removal of the Company's deputy manager and financial officer; 7. to appoint or remove management staff other than those who should be appointed or removed by the board of directors; 	<p>The manager of the Company is accountable to the board of directors and shall exercise the following functions and powers:</p> <ol style="list-style-type: none"> 1. to take charge of the production, operation and management of the Company and to arrange the implementation of the resolutions of the board of directors, and report to the board of directors; 2. to arrange the implementation of the Company's annual business plans and investment plans; 3. to prepare the plan for setting up the Company's internal management organisation; 4. to prepare the Company's basic management system; 5. to formulate the basic rules and regulations of the Company; 6. to propose the appointment or removal of the Company's deputy manager and, financial officer and <u>general counsel</u>; 7. to appoint or remove management staff other than those who should be appointed or removed by the board of directors;

Article number	Existing article	Amended article
	<p>8. without prejudice to the provisions of Article 140, to exercise investment, borrowing and lending powers in respect of fixed assets of the Company representing no more than 1% of the share capital and to decide on the disposal of fixed assets representing no more than 1% of the share capital;</p> <p>9. other functions and powers granted by the board of directors and the Company's Articles.</p>	<p>8. without prejudice to the provisions of Article 140, to exercise investment, borrowing and lending powers in respect of fixed assets of the Company representing no more than 1% of the share capital and to decide on the disposal of fixed assets representing no more than 1% of the share capital;</p> <p>9. other functions and powers granted by the board of directors and the Company's Articles.</p>

By Order of the Board
Jiang Jinming
Company Secretary

Beijing, the PRC, 30 October 2020

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

Chen Feihu, 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*