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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 2023 THIRD EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2023 third extraordinary general meeting (the “**EGM**”) of Datang International Power Generation Co., Ltd. (the “**Company**”) will be held at 1616 Conference Room, 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 9 August 2023 (Wednesday) to consider and, if thought fit, pass the following resolution:

ORDINARY RESOLUTION

1. To consider and approve the Resolution on the Transfer of 5% Equity Interest in Luoneng Company Held by Anhui Company (*Note 1*)

CLOSURE OF THE REGISTER OF MEMBERS OF THE COMPANY

Holders of H shares of the Company (the “**H Shareholders**”) should note that, pursuant to the Articles of Association of the Company (the “**Articles of Association**”), the register of members of the Company will be closed from 4 August 2023 (Friday) to 9 August 2023 (Wednesday) (both dates inclusive), during which period no transfer of any H shares of the Company will be registered. H Shareholders whose names appear on the register of members of the Company on 4 August 2023 (Friday) are entitled to attend and vote at the EGM. In order to be entitled to the attendance of the EGM, H Shareholders are required to deliver the transfer document together with the relevant share certificates to the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong at or before 4:30 p.m. on 3 August 2023 (Thursday).

By order of the Board
Sun Yanwen
Joint Company Secretary

Beijing, the PRC
18 July 2023

Notes:

1. As considered at the thirteenth meeting of the eleventh session of the Board, the transfer of 5% equity interest in Anhui Huainan Luoneng Power Generation Co., Ltd. (“**Luoneng Company**”) through public tender by Anhui Company, a wholly-owned subsidiary of the Company, was approved, with the reserve price of initial tender no lower than RMB28.3593 million.

In order to promote the Company’s high-quality development and continuously optimize the asset structure, Anhui Company proposes to enter into the Equity Transfer Agreement (the “**Agreement**”) with Huaihe Energy Power Group Co., Ltd. (“**Huaihe Energy Company**”), pursuant to which Anhui Company proposes to transfer 5% equity interest in Luoneng Company held by it to Huaihe Energy Company at the consideration of RMB28,359,305 (the “**Equity Transfer**”). The consideration of the Equity Transfer is determined with reference to the result of relevant appraisal report. Upon the completion of the Equity Transfer, Anhui Company will hold 47.8% equity interest in Luoneng Company, and Luoneng Company will be no longer included into the Company’s consolidated statements.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquires, Huaihe Energy Company and its ultimate beneficial owner, the State-owned Assets Supervision and Administration Commission of the People’s Government of Anhui Province, are third parties independent of the Company and its connected persons. In accordance with relevant requirements of the listing rules of the places where the shares of the Company are listed, the Articles of Association, the Administrative Measures for the Restructuring of Major Assets of Listed Companies and other laws and regulations, the Equity Transfer does not constitute a connected (related) transaction or a major asset restructuring. Since the highest applicable percentage ratio in respect of the Equity Transfer as calculated under the Listing Rules is less than 5%, the Equity Transfer does not constitute a discloseable transaction of the Company. According to relevant requirements of the Rules Governing the Listing of Stocks on the Shanghai Stock Exchange, the Equity Transfer shall be subject to the consideration and approval of the Company’s general meeting.

The Equity Transfer will be beneficial to alleviating the Company’s operation burden, improving its ability as a going concern, optimizing the asset structure, accelerating the green and low carbon transformation and continuously promoting the Company’s high-quality development, and will be in line with the Company’s long-term development benefit.

Upon the completion of the Equity Transfer, the Company shall no longer has controlling interest in Luoneng Company, and the accounting treatment for its equity investment shall be changed from cost approach to equity approach, and Luoneng Company shall be no longer included into the consolidated statements of the Company.

In accordance with the provisions of the Interpretation No. 4 of Accounting Standards for Business Enterprises, the Equity Transfer is expected to affect the gain from equity transfer by Anhui Company (at the parent company level) of RMB-38.76 million (unaudited), and is expected to result in the increase in the consolidated net profit of the Company of RMB331.7615 million (unaudited), and the increase in net profit attributable to owners of the Company of RMB331.7615 million (unaudited), which shall be subject to the data to be disclosed in the annual report of the Company. There is no guarantee or entrusted wealth management provided by the Company to Luoneng Company.

The Equity Transfer is conducted by way of public tender on China Beijing Equity Exchange, and relevant transfer procedures can ensure the fairness and reasonability of transaction price, and no situation will occur that damages the interests of the Company and all shareholders.

The Agreement shall become effective after signing by legal persons or authorised representatives of both parties and upon consideration and approval at the general meeting of the Company.

2. Other Matters

- (1) Each of the H Shareholders 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 the H Shareholders 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, the H Shareholders 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 notarized 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, Wan Chai, Hong Kong, in not less than 24 hours before the time scheduled for holding the EGM.
- (4) 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:

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- (5) Unless otherwise defined, capitalised terms used in this notice shall have the same meanings as defined in the overseas regulatory announcement of the Company dated 29 May 2023 in relation to the resolutions of the Board.

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

Liang Yongpan, Ying Xuejun, Xiao Zheng, Li Jingfeng, Tian Dan, Zhu Shaowen, Cao Xin, Zhao Xianguo, Jin Shengxiang, Sun Yongxing, Niu Dongxiao, Zong Wenlong*, Si Fengqi*, Zhao Yi*, Zhu Dahong**

** Independent non-executive Directors*