
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockholder or other registered dealer in securities, a bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Huaneng Renewables Corporation Limited, you should at once hand this circular together with the enclosed form of proxy and reply slip to the purchaser or transferee or to the bank, or a licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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華能新能源股份有限公司
Huaneng Renewables Corporation Limited*

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 0958)

- (1) PROFIT DISTRIBUTION PLAN FOR THE YEAR 2012**
 - (2) ELECTION OF A NEW SESSION OF
THE BOARD OF DIRECTORS**
 - (3) ELECTION OF A NEW SESSION OF
THE BOARD OF SUPERVISORS**
 - (4) GENERAL MANDATE TO ISSUE SHARES**
 - (5) NOTICE OF 2012 ANNUAL GENERAL MEETING**
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The 2012 annual general meeting (the “AGM”) of Huaneng Renewables Corporation Limited (the “Company”) will be held at 9:30 a.m. on Friday, 21 June 2013 at the headquarters of the Company at No. 23A Fuxing Road, Haidian District, Beijing, the PRC. Notice convening the AGM is set out on pages 7 to 12 of this circular.

If you intend to attend the AGM, you should complete and return the reply slip in accordance with the instructions printed thereon as soon as possible and in any event by no later than Friday, 31 May 2013.

Whether or not you are able to attend, you should complete and return the form of proxy in accordance with the instructions printed thereon and return it to Computershare Hong Kong Investor Services Limited (for holders of H Shares of the Company) at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong or to the Company’s head office in China (for holders of Domestic Shares of the Company), as soon as possible and in any event not later than 24 hours before the time fixed for holding such meeting or any adjournment thereof.

Completion and return of the form of proxy will not preclude you from attending and voting at the AGM should you so wish.

6 May 2013

* For identification purpose only

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DEFINITIONS

In this circular, the following expressions have the following meanings unless the context requires otherwise:

“AGM”	the 2012 annual general meeting of the Company to be held at 9:30 a.m. on Friday, 21 June 2013 at the headquarters of the Company at No. 23A Fuxing Road, Haidian District, Beijing, the PRC;
“Articles of Association”	the articles of association of the Company as amended from time to time;
“associates”	has the meaning ascribed to it in the Hong Kong Listing Rules;
“Board”	the board of Directors of the Company;
“Company”	華能新能源股份有限公司 (Huaneng Renewables Corporation Limited), a joint stock limited company incorporated in the PRC with limited liability, the H Shares of which are listed on the Stock Exchange;
“controlling shareholder”	has the meaning ascribed to it in the Hong Kong Listing Rules;
“Director(s)”	the director(s) (including independent non-executive directors) of the Company;
“Domestic Shares”	ordinary shares in the Company’s capital, with a nominal value of RMB1.00 each, which are subscribed for and paid up in Renminbi;
“General Mandate”	a general mandate to be granted to the Board for issuing Domestic Shares and H Shares representing up to the limit of 20% of each of the aggregate nominal values of the Domestic Shares and H Shares of the Company respectively in issue on the date of passing the related resolution;
“HIPDC”	華能國際電力開發公司 (Huaneng International Power Development Corporation), a subsidiary of Huaneng Group;
“HNEIC”	華能新能源產業控股有限公司 (Huaneng New Energy Industrial Co., Ltd.), a wholly-owned subsidiary of Huaneng Group and the predecessor of the Company;

DEFINITIONS

“H Shares”	overseas listed foreign shares in the ordinary share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for and traded in Hong Kong dollars and listed on the Stock Exchange;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“Huaneng Group”	中國華能集團公司 (China Huaneng Group), a state-owned enterprise established in the PRC and the controlling shareholder of the Company;
“HPI”	華能國際電力股份有限公司 (Huaneng Power International, Inc.), a joint stock limited Company incorporated in the PRC and the H Shares of which are listed on the Stock Exchange;
“Latest Practicable Date”	3 May 2013, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein;
“PRC” or “China”	the People’s Republic of China except Hong Kong, Macau Special Administrative Region of the PRC and Taiwan for the purpose of this circular;
“RMB”	Renminbi, the lawful currency of the PRC;
“Shares”	shares in the share capital of the Company, with a nominal value of RMB1.00 each, comprising the Company’s Domestic Shares and H Shares;
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong);
“Shareholders”	the shareholders of the Company;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“subsidiaries”	has the meaning ascribed to it in the Hong Kong Listing Rules; and
“Supervisor(s)”	the supervisor(s) of the Company.

LETTER FROM THE BOARD



華能新能源股份有限公司
Huaneng Renewables Corporation Limited *

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 0958)

Non-executive Directors:

Mr. CAO Peixi (*Chairman*)
Mr. ZHANG Tingke (*Vice Chairman*)
Mr. ZHAO Keyu

Executive Directors:

Mr. LIN Gang (*President*)
Ms. YANG Qing
Mr. HE Yan

Independent Non-executive Directors:

Mr. QIN Haiyan
Ms. DAI Huizhu
Mr. ZHOU Shaopeng
Mr. WAN Kam To

Registered Office:

10-11th Floor
No. 23A Fuxing Road
Haidian District, Beijing, the PRC

Head Office in the PRC:

10-11th Floor
No. 23A Fuxing Road
Haidian District, Beijing, the PRC

*Principal Place of Business
in Hong Kong:*

8th Floor, Gloucester Tower
The Landmark
15 Queen's Road Central
Hong Kong

6 May 2013

To the Shareholders

Dear Sir or Madam,

- (1) PROFIT DISTRIBUTION PLAN FOR THE YEAR 2012**
- (2) ELECTION OF A NEW SESSION OF
THE BOARD OF DIRECTORS**
- (3) ELECTION OF A NEW SESSION OF
THE BOARD OF SUPERVISORS**
- (4) GENERAL MANDATE TO ISSUE SHARES**
- (5) NOTICE OF 2012 ANNUAL GENERAL MEETING**

1. INTRODUCTION

The purpose of this circular is to give you the notice of AGM and provide you with relevant information to enable you to make an informed decision on whether to vote for or against the resolutions to be proposed at the AGM for the following issues, to be approved by way of ordinary or special resolutions:

* For identification purpose only

LETTER FROM THE BOARD

- (i) the profit distribution plan for the year 2012;
- (ii) the election of a new session of the Board;
- (iii) the election of a new session of the board of Supervisors; and
- (iv) the granting of a general mandate to issue Shares.

2. PROFIT DISTRIBUTION PLAN FOR THE YEAR 2012

According to the Articles of Association, an ordinary resolution will be proposed at the AGM to approve the Company's profit distribution plan.

The Board proposed the distribution of a final dividend of RMB0.015 (tax inclusive) per ordinary Share in cash in an aggregate amount of approximately RMB126,703,470 for the year ended 31 December 2012. Such dividends will be paid to holders of Domestic Shares in RMB and to holders of H Shares in Hong Kong dollars. The actual amount of H Share dividend paid in Hong Kong dollars is calculated according to the average of the middle price of RMB against Hong Kong dollars as published by the People's Bank of China for the five business days preceding the date of the AGM. If the proposed profit distribution plan is approved at the AGM, the final dividend will be paid to Shareholders whose names are registered in the Company's register of members on Wednesday, 3 July 2013.

In order to determine the Shareholders who are entitled to the receipt of the final dividend, the register of members of the Company will be closed from Friday, 28 June 2013 to Wednesday, 3 July 2013, both days inclusive. To be eligible to receive the final dividend for the year ended 31 December 2012 (subject to the approval of the Shareholders), non-registered holders of H Shares shall lodge relevant share transfer documents with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Thursday, 27 June 2013.

LETTER FROM THE BOARD

Pursuant to the Enterprise Income Tax Law of the PRC and its implementation rules, which came into force on 1 January 2008 and other relevant rules, where the Company distributes the proposed 2012 final dividend to non-resident enterprise Shareholders whose names appear on the register of members for H Shares of the Company, it is required to withhold enterprise income tax at the rate of 10%. Any H Shares registered in the name of non-individual registered Shareholders, including HKSCC Nominees Limited, other nominees or trustees, or other organisations or groups, will be treated as Shares being held by non-resident enterprise Shareholders, and consequently will be subject to the withholding of the enterprise income tax.

According to regulations by the State Administration of Taxation (Guo Shui Han No.[2011] 348) and relevant laws and regulations, if the individual holders of H Shares are residents of Hong Kong or Macau Special Administrative Region of the PRC or those countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate of 10%, the Company will finally withhold and pay individual income tax at the rate of 10% on behalf of these Shareholders. If the individual holders of H Shares are residents of those countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate of less than 10%, the Company will make applications on their behalf to seek entitlement of the relevant agreed preferential treatments pursuant to the relevant tax treaty. If the individual holders of H Shares are residents of those countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate of more than 10% but less than 20%, the Company will withhold and pay individual income tax at the actual tax rate stipulated in the relevant tax treaty. If the individual holders of H Shares are residents of those countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate of 20%, or those countries which have not entered into any tax treaties with the PRC, or under any other circumstances, the Company will withhold and pay individual income tax at the rate of 20% on behalf of these Shareholders.

The Company will determine the resident status of the individual holders of H Shares based on the registered address as recorded in the register of members of the Company on Wednesday, 3 July 2013 (the “Registered Address”). If the resident status of any individual holders of H Shares is not in consistency with that indicated by the Registered Address, such individual holders of H Shares shall notify the Company’s H Share registrar not later than 4:30 p.m. on Thursday, 27 June 2013, and provide relevant supporting documents to the Company’s H Share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong. Any individual holders of H Shares who fail to provide relevant supporting documents within the time period stated above, may either personally or appoint an agent to attend to the relevant procedures in accordance with the requirements under the tax treaty notice.

LETTER FROM THE BOARD

The Company assumes no responsibility and disclaims all liabilities whatsoever in relation to the tax status or tax treatment of the individual holders of H Shares and for any claims arising from any delay in or inaccurate determination of the tax status or tax treatment of the individual holders of H Shares or any disputes over the withholding mechanism or arrangements.

3. ELECTION OF A NEW SESSION OF THE BOARD

The term of the First Session of the Board will expire upon conclusion of the AGM. The Company was informed that, among the Directors of the First Session of the Board, Mr. HE Yan (Executive Director) will retire and will not stand for re-election as Director of the Second Session of the Board. The other Directors of the First Session of the Board have confirmed that they will offer themselves for re-election at the AGM.

In addition to the re-election of Directors, the Board has proposed to appoint Mr. XIAO Jun and Mr. YU Chunping as Executive Directors of the Second Session of the Board. The appointments are subject to approval of Shareholders at the AGM.

Biographies of the Directors proposed to be re-elected at the AGM are set out in Appendix I to this circular.

4. ELECTION OF A NEW SESSION OF THE BOARD OF SUPERVISORS

The term of the First Session of the board of Supervisors will expire upon conclusion of the AGM. The Company was informed that supervisors elected by Shareholders of the First Session of the board of Supervisors, Mr. HUANG Jian and Mr. WANG Huanliang have confirmed that they will offer themselves for re-election at the AGM. Mr. YU Zewei has been re-elected as a Trade Union representative Supervisor of the Second Session of the board of Supervisors by the Company's Trade Union.

Biographies of the Supervisors proposed to be re-elected by Shareholders at the AGM are set out in Appendix I to this circular.

LETTER FROM THE BOARD

5. GENERAL MANDATE TO ISSUE SHARES

To ensure flexibility and discretion of the Board to issue new Shares, the Company proposes to grant a general mandate to the Board by way of resolution at the AGM to allot, issue or deal with additional Domestic Shares and H Shares not exceeding 20% of the aggregate nominal values of the Domestic Shares and H Shares of the Company respectively in issue on the date of passing such resolution. As at the Latest Practicable Date, the issued share capital of the Company comprised 5,535,311,200 Domestic Shares and 2,911,586,800 H Shares. Subject to the passing of the resolution related to the granting of the general mandate and on the basis that no further Shares will be issued before the AGM, the Company will be allowed to issue a maximum of 1,107,062,240 Domestic Shares and 582,317,360 H Shares in accordance with the general mandate. The general mandate shall be effective from the time the resolution is passed until the earliest of: (i) the conclusion of the next annual general meeting of the Company; (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association or other applicable laws to be held; (iii) the revocation or variation of the authority given under above-mentioned resolution by a special resolution of the Company in a general meeting. Any exercise of the power by the Board under the general mandate shall comply with relevant requirements of the Hong Kong Listing Rules, the Articles of Association and relevant laws and regulations of the PRC. The Board has no plan to issue new Shares pursuant to the general mandate at present.

6. THE AGM

A notice convening the AGM to be held at 9:30 a.m. on Friday, 21 June 2013 at the headquarters of the Company at No. 23A Fuxing Road, Haidian District, Beijing, the PRC is set out on pages 7 to 12 of this circular. Pursuant to Rule 13.39(4) of the Hong Kong Listing Rules, voting at the AGM will be conducted by poll. The poll results will be published on the websites of the Company and of the Stock Exchange in accordance with the Hong Kong Listing Rules following the AGM.

A reply slip and a form of proxy for use by the Shareholders at the AGM are enclosed with this circular. Whether or not you intend to attend the meeting in person, you are requested to complete and return the reply slip and the form of proxy in accordance with the instructions printed thereon. The form of proxy should be completed and returned to Computershare Hong Kong Investor Services Limited (for holders of H Shares of the Company) at 17M, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong or to the Company's head office in China (for holders of Domestic Shares of the Company), as soon as possible and in any event not later than 24 hours before the time fixed for holding the AGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the meeting should you so wish.

LETTER FROM THE BOARD

7. RECOMMENDATIONS

The Board believes that the proposed ordinary resolutions on the profit distribution plan for the year 2012, the election of a new session of the Board and the election of a new session of the board of Supervisors are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends that all Shareholders vote in favor of such resolutions as set out in the notice of the AGM.

The Board considers that the special resolution in relation to the general mandate to issue Shares is in the best interests of the Company and its Shareholders as a whole. As such, the Board recommends that all Shareholders vote in favor of such special resolution as set out in the notice of AGM.

8. OTHER INFORMATION

Your attention is drawn to the additional information set out in the appendix to this circular.

Yours faithfully
For and on behalf of the Board
Huaneng Renewables Corporation Limited
CAO Peixi
Chairman

NOTICE OF AGM

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.



華能新能源股份有限公司
Huaneng Renewables Corporation Limited *

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 0958)

NOTICE OF 2012 AGM

Notice is hereby given that the 2012 AGM of the Company will be held at the headquarters of the Company at No. 23A Fuxing Road, Haidian District, Beijing, the PRC at 9:30 a.m. on Friday, 21 June 2013 for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions:

ORDINARY RESOLUTIONS:

To consider and approve the following matters as ordinary resolutions:

1. To consider and approve the report of the Board of Directors of the Company for 2012;
2. To consider and approve the report of the board of Supervisors of the Company for 2012;
3. To consider and approve the audited financial statements of the Company for 2012;
4. To consider and approve the profit distribution plan of the Company for 2012;
5. To consider and approve the re-appointment of KPMG and KPMG Huazhen (SGP) as the international and domestic auditors of the Company, respectively, for 2013 for a term until the conclusion of the next annual general meeting of the Company;

NOTICE OF AGM

6. To consider and approve the proposal on election of a new session of the Board;
 - 6.1 To consider and approve the re-appointment of Mr. CAO Peixi as a Non-executive Director of the Second Session of the Board, with immediate effect;
 - 6.2 To consider and approve the re-appointment of Mr. ZHANG Tingke as a Non-executive Director of the Second Session of the Board, with immediate effect;
 - 6.3 To consider and approve the re-appointment of Mr. ZHAO Keyu as a Non-executive Director of the Second Session of the Board, with immediate effect;
 - 6.4 To consider and approve the re-appointment of Mr. LIN Gang as an Executive Director of the Second Session of the Board, with immediate effect;
 - 6.5 To consider and approve the appointment of Mr. XIAO Jun as an Executive Director of the Second Session of the Board, with immediate effect;
 - 6.6 To consider and approve the appointment of Mr. YU Chunping as an Executive Director of the Second Session of the Board, with immediate effect;
 - 6.7 To consider and approve the re-appointment of Ms. YANG Qing as an Executive Director of the Second Session of the Board, with immediate effect;
 - 6.8 To consider and approve the re-appointment of Mr. QIN Haiyan as an Independent Non-executive Director of the Second Session of the Board, with immediate effect;
 - 6.9 To consider and approve the re-appointment of Ms. DAI Huizhu as an Independent Non-executive Director of the Second Session of the Board, with immediate effect;
 - 6.10 To consider and approve the re-appointment of Mr. ZHOU Shaopeng as an Independent Non-executive Director of the Second Session of the Board, with immediate effect;
 - 6.11 To consider and approve the re-appointment of Mr. WAN Kam To as an Independent Non-executive Director of the Second Session of the Board, with immediate effect;
7. To consider and approve the proposal on election of a new session of the board of Supervisors.
 - 7.1 To consider and approve the re-appointment of Mr. HUANG Jian as a Supervisor of the Second Session of the board of Supervisors, with immediate effect;
 - 7.2 To consider and approve the re-appointment of Mr. WANG Huanliang as a Supervisor of the Second Session of the board of Supervisors, with immediate effect;

NOTICE OF AGM

SPECIAL RESOLUTION:

To consider and approve the following matter as special resolution:

8. To consider and approve the granting of a general mandate to the Board to issue, allot and deal with additional domestic shares and H shares not exceeding 20% of each of the aggregate nominal values of the domestic shares and H shares of the Company respectively in issue, and to authorize the Board to make amendments to the Articles of Association as it thinks fit so as to reflect the new share capital structure upon the allotment or issue of additional shares pursuant to such mandate:

“THAT:

- (A) (a) subject to paragraph (c) and in accordance with the relevant requirements of the Hong Kong Listing Rules, the Articles of Association and relevant PRC laws and regulations, the exercise by the Board during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue or deal with, either separately or concurrently, additional domestic shares and H shares of the Company and to make or grant offers, agreements, options and rights of exchange or conversion which might require the exercise of such powers be hereby generally and unconditionally approved;
- (b) the approval in paragraph (a) shall authorize the Board during the Relevant Period (as hereinafter defined) to make or grant offers, agreements, options and rights of exchange or conversion which might require the exercise of such powers after the expiration of the Relevant Period;
- (c) each of the aggregate nominal values of domestic shares and H shares allotted, issued or dealt with or agreed conditionally or unconditionally to be allotted, issued or dealt with (whether pursuant to an option or otherwise) by the Board pursuant to the approval granted in paragraph (a) shall not exceed 20% of each of the aggregate nominal values of domestic shares and H shares of the Company respectively in issue at the date of passing this resolution;
- (d) the Board will only exercise the above powers in accordance with the Company Law of the PRC and the Hong Kong Listing Rules (as amended from time to time) and only if all necessary approvals from the China Securities Regulatory Commission and/or other relevant PRC government authorities are obtained; and

NOTICE OF AGM

(e) for the purpose of this resolution:

“Relevant Period” means the period from the passing of this resolution until the earliest of:

- (i) the conclusion of the next annual general meeting of the Company; or
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association or other applicable laws to be held; or
- (iii) the date of revocation or variation of the authority given under this resolution by a special resolution of the Company in general meeting.

(B) the Board be authorized to make amendments to the Articles of Association as necessary so as to reflect the new share capital structure of the Company upon the allotment or issue of shares pursuant to the sub-paragraph (A) (a) of this resolution.”

By order of the Board
Huaneng Renewables Corporation Limited
CAO Peixi
Chairman of the Board

Beijing, the PRC, 6 May 2013

As at the date of this announcement, the Company's Non-executive Directors are Mr. CAO Peixi, Mr. ZHANG Tingke and Mr. ZHAO Keyu; Executive Directors are Mr. LIN Gang, Ms. YANG Qing and Mr. HE Yan; and Independent Non-executive Directors are Mr. QIN Haiyan, Ms. DAI Huizhu, Mr. ZHOU Shaopeng and Mr. WAN Kam To.

Notes:

1. The Company's proposed profit distribution plan for 2012 is a cash dividend of RMB0.015 (tax inclusive) per ordinary share of the Company, which is on the basis of the total share capital of the Company. It was estimated that the total amount of cash to be paid as dividend will be approximately RMB126,703,470.
2. Information regarding the general mandate to issue additional Shares is set out in the circular of the Company dated 6 May 2013.
3. Please refer to the announcement of the Company dated 26 April 2013 regarding the biographical details of the candidates of Directors.
4. Please refer to the announcement of the Company dated 26 April 2013 regarding the biographical details of the candidates of Supervisors.

NOTICE OF AGM

5. Important: Shareholders of the Company who wish to appoint a proxy shall first read the Company's 2012 annual report published on the websites of the Stock Exchange of Hong Kong Limited and the Company, or dispatched to relevant Shareholders. The 2012 annual report includes the Report of the Board of Directors for 2012, the Report of the Board of Supervisors for 2012, the audited financial statements and the independent auditors' report for 2012.
6. The register of members of the Company will be closed from Wednesday, 22 May 2013 to Friday, 21 June 2013, both days inclusive, during which period no transfer of the Company's shares will be registered. To be eligible to attend and vote at the AGM, all instruments of transfer accompanied by relevant share certificates must be lodged with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares Shares of the Company) or the Company's head office in the PRC (for holders of Domestic Shares of the Company) not later than 4:30 p.m. on Tuesday, 21 May 2013. Shareholders whose names are recorded in the register of members of the Company on 22 May 2013 are entitled to attend the AGM.

In order to determine the Shareholders who are entitled to the receipt of the final dividend, the register of members of the Company will be closed from Friday, 28 June 2013 to Wednesday, 3 July 2013, both days inclusive. To be eligible to receive the final dividend for the year ended 31 December 2012 (subject to the approval of the Shareholders), non-registered holders of H shares of the Company shall lodge relevant share transfer documents with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Thursday, 27 June 2013. Shareholders whose names are recorded in the register of the members of the Company on 3 July 2013 are entitled to receive the final dividend for the year 2012.

Pursuant to the Enterprise Income Tax Law of the PRC and its implementation rules, which came into force on 1 January 2008 and other relevant rules, where the Company distributes the proposed 2012 final dividend to non-resident enterprise Shareholders whose names appear on the register of members for H shares of the Company, it is required to withhold enterprise income tax at the rate of 10%. Any H shares registered in the name of non-individual registered Shareholders, including HKSCC Nominees Limited, other nominees or trustees, or other organisations or groups, will be treated as Shares being held by non-resident enterprise Shareholders, and consequently will be subject to the withholding of the enterprise income tax.

According to regulations by the State Administration of Taxation (Guo Shui Han No.[2011] 348) and relevant laws and regulations, if the individual holders of H Shares are residents of Hong Kong or Macau Special Administrative Region of the PRC or those countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate of 10%, the Company will finally withhold and pay individual income tax at the rate of 10% on behalf of these Shareholders. If the individual holders of H Shares are residents of those countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate of less than 10%, the Company will make applications on their behalf to seek entitlement of the relevant agreed preferential treatments pursuant to the relevant tax treaty. If the individual holders of H Shares are residents of those countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate of more than 10% but less than 20%, the Company will withhold and pay individual income tax at the actual tax rate stipulated in the relevant tax treaty. If the individual holders of H Shares are residents of those countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate of 20%, or those countries which have not entered into any tax treaties with the PRC, or under any other circumstances, the Company will withhold and pay individual income tax at the rate of 20% on behalf of these Shareholders.

NOTICE OF AGM

The Company will determine the resident status of the individual holders of H Shares based on the registered address as recorded in the register of members of the Company on Wednesday, 3 July 2013 (the “Registered Address”). If the resident status of any individual holder of H Shares is not in consistency with that indicated by the Registered Address, such individual holder of H Shares shall notify the Company’s H Share registrar not later than 4:30 p.m. on Thursday, 27 June 2013, and provide relevant supporting documents to the Company’s H Share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong. Any individual holder of H Shares who fails to provide relevant supporting documents within the time period stated above, may either personally or appoint an agent to attend to the relevant procedures in accordance with the requirements under the tax treaty notice.

The Company assumes no responsibility and disclaims all liabilities whatsoever in relation to the tax status or tax treatment of the individual holders of H Shares and for any claims arising from any delay in or inaccurate determination of the tax status or tax treatment of the individual holders of H Shares or any disputes over the withholding mechanism or arrangements.

7. A Shareholder entitled to attend and vote at the AGM may appoint one or more proxies (whether he/she is a Shareholder) to attend and vote at the AGM on his or her behalf.
8. The instrument to appoint a proxy shall be signed by the appointer or his attorney duly authorised in writing or, in the case of a legal person, must be either executed under its common seal or under the hand of its directors or attorney duly authorised.
9. To be valid, the form of proxy must be lodged with the Company’s H Share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (for holders of H Shares of the Company) or the Company’s head office in the PRC (for holders of Domestic Shares of the Company) within 24 hours prior to the holding of the AGM. If such instrument is signed by another person under a power of attorney or other authorisation documents given by the appointer, such power of attorney or other authorisation documents shall be notarised. The notarised power of attorney or other authorisation documents shall, together with the instrument appointing the proxy, be deposited at the specified place at the time set out in such instrument.
10. If the appointer is a legal person, its legal representative or any person authorised by resolutions of the Board or other governing bodies may attend the AGM on behalf of the appointer.
11. The Company has the right to request a proxy who attends the AGM on behalf of a Shareholder to provide proof of identity.
12. Shareholders intending to attend the AGM must return the reply slip to the Company’s H Share registrar, Computershare Hong Kong Investor Services Limited (for holders of H Shares of the Company), at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong by hand or by post on or before Friday, 31 May 2013.
13. The AGM is expected to take less than half a day. Shareholders who attend the AGM shall be responsible for their own travel and accommodation expenses.
14. The registered office of the Company in the PRC is as follows:

10-11th Floor
No. 23A Fuxing Road
Haidian District, Beijing, the PRC

The biographies of the candidates of Directors and Supervisors proposed to be re-appointed and the biographies of the candidates of Directors proposed to be appointed at the AGM are set out as follows:

DIRECTORS

Non-executive Directors

Mr. CAO Peixi (曹培璽), aged 57, is the Chairman of the Board of the Company, the President of Huaneng Group, the Chairman of HIPDC, and the Chairman of HPI. Mr. Cao was appointed as a Non-executive Director of the Company in August 2010. Mr. Cao has successively served as deputy general manager and general manager of Shandong Qingdao Power Plant (山東青島發電廠), assistant head of Shandong Power Bureau (山東電力局), deputy head (Vice President) of Shandong Power Industry Bureau (Company) (山東電力工業局(公司)), Chairman and President of Shandong Power Group Corporation (山東電力集團公司), Vice President and President of China Huadian Corporation (中國華電集團公司) and Chairman of Huadian Power International Corporation Limited (華電國際電力股份有限公司). Mr. Cao graduated from Shandong University, majoring in electrical engineering. He also graduated from Party School of the Central Committee of C.P.C. with a master's degree in engineering. Mr. Cao is a senior engineer.

The Company proposes to re-appoint Mr. Cao as a Non-executive Director for a term of three years. Mr. Cao will not receive any director's fees. Save as disclosed above, Mr. Cao does not have any relationship with any other Directors, Supervisors or senior management or substantial or controlling shareholders of the Company, nor does he have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (“SFO”).

In addition, there is no other information in relation to Mr. Cao which is discloseable pursuant to any of the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Hong Kong Listing Rules**”) nor is he involved in any of the matters required to be disclosed pursuant to the rules. Save for the above, there is no other matter that needs to be brought to the attention of the Shareholders.

Mr. ZHANG Tingke (張廷克), aged 56, is the Vice Chairman of the Board of the Company, a Vice President of Huaneng Group, and Chairman of the board of directors of Huaneng Shandong Shidao Bay Nuclear Power Co., Ltd. (華能山東石島灣核電有限公司). Mr. Zhang was appointed as a Non-executive Director of the Company in August 2010. Mr. Zhang has served successively as deputy chief of the Planning Department, deputy head (Vice President) of Henan Power Bureau (河南省電業局), head of Preparation Office of Yuzhou Power Plant (禹州電廠), Chairman of Huaneng International Trade-Economics Co., Ltd. (華能國際經濟貿易有限責任公司), Vice President of HIPDC, Chairman of Huaneng IT Industry Holding Co., Ltd. (華能信息產業控股有限公司), Chairman of Sichuan Huaneng Hydropower Development Co., Ltd. (四川華能水電開發有限責任公司), and Chairman of Huaneng Lancang River Hydropower Co., Ltd. (華能瀾滄江水電有限責任公司). Mr. Zhang graduated from Tsinghua University majoring in power system and automation. He also graduated from China Europe International Business School with an MBA degree. Mr. Zhang is a senior engineer.

The Company proposes to re-appoint Mr. Zhang as a Non-executive Director for a term of three years. Mr. Zhang will not receive any director's fees. Save as disclosed above, Mr. Zhang does not have any relationship with any other Directors, Supervisors or senior management or substantial or controlling shareholders of the Company, nor does he have any interests in the shares of the Company within the meaning of Part XV of the SFO.

In addition, there is no other information in relation to Mr. Zhang which is discloseable pursuant to any of the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules nor is he involved in any of the matters required to be disclosed pursuant to the rules. Save for the above, there is no other matter that needs to be brought to the attention of the Shareholders.

Mr. ZHAO Keyu (趙克宇), aged 47, is a Non-executive Director of the Company and chief of Planning Department of Huaneng Group. Mr. Zhao was appointed as a Non-executive Director of the Company in August 2010. Mr. Zhao has served successively as technician in Weifang Power Plant (濰坊電廠), secretary to the Youth League Committee, secretary to the Communist Party Branch and deputy chief engineer of Shandong Fangzi Power Plant (山東坊子電廠), deputy secretary to the Youth League Committee of Shandong Power Bureau (山東省電力工業局), deputy secretary and secretary to the Communist Party Committee of ULTRA-HV Transmission & Distribution Branch Company of Shandong Power Group Corporation (山東電力集團公司超高壓輸變電分公司), human resource manager of Shandong Luneng Group Co., Ltd. (山東魯能集團有限公司), President and Chairman of Beijing Deyuan Investment Co., Ltd. (北京德源投資有限公司), secretary to the Communist Party Committee of Shandong Luneng Development Group Co., Ltd. (山東魯能發展集團公司), and Vice President of Huaneng Shandong Power Generation Co., Ltd. (華能山東發電有限公司). Mr. Zhao graduated from Shandong University of Technology with a bachelor's degree in engineering. He also graduated from Wuhan University with a master's degree in software engineering. Mr. Zhao is a senior political work specialist.

The Company proposes to re-appoint Mr. Zhao as a Non-executive Director for a term of three years. Mr. Zhao will not receive any director's fees. Save as disclosed above, Mr. Zhao does not have any relationship with any other Directors, Supervisors or senior management or substantial or controlling shareholders of the Company, nor does he have any interests in the shares of the Company within the meaning of Part XV of the SFO.

In addition, there is no other information in relation to Mr. Zhao which is discloseable pursuant to any of the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules nor is he involved in any of the matters required to be disclosed pursuant to the rules. Save for the above, there is no other matter that needs to be brought to the attention of the Shareholders.

Executive Directors

Mr. LIN Gang (林剛), aged 48, is an Executive Director and the President of the Company. Mr. Lin joined the Company in February 2012 and was appointed as an Executive Director of the Company in June 2012. Mr. Lin has served successively as deputy chief of Engineering Division of Engineering Department of HPI, assistant to general manager and deputy general manager of Huaneng Beijing Branch (Thermal Power Plant) (華能北京分公司(熱電廠)), deputy manager of General Planning Department, deputy manager (in charge of the department) of Marketing and Sales Department of HPI, President of Huaneng Northeast Branch (華能東北電力分公司) and concurrently director of Heilongjiang Office, manager of Marketing and Sales Department of HPI, assistant to President of HPI, and Vice President of HPI. Mr. Lin graduated from North China Electric Power University, specializing in thermal power, and holds a master degree in science. He also graduated from Peking University with an EMBA degree. Mr. Lin is a senior engineer.

The Company proposes to re-appoint Mr. Lin as an Executive Director for a term of three years. Mr. Lin will not receive any directors' fees. Save as disclosed above, Mr. Lin does not have any relationship with any other Directors, Supervisors or senior management or substantial or controlling shareholders of the Company, nor does he have any interests in the shares of the Company within the meaning of Part XV of the SFO.

In addition, there is no other information in relation to Mr. Lin which is discloseable pursuant to any of the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules nor is he involved in any of the matters required to be disclosed pursuant to the rules. Save for the above, there is no other matter that needs to be brought to the attention of the Shareholders.

Mr. XIAO Jun (肖俊), aged 50, is the Vice President of the Company. Mr. Xiao has served successively as deputy chief of Planning Division of Strategic Department of Ministry of Power Industry (電力工業部), deputy chief of the Planning Division of Strategic Investment Department of State Power Company (國家電力公司), deputy chief (in charge of work), chief of the Strategic Investment Division of Power Department of the State Economic and Trade Commission, deputy manager of Planning and Development Department, deputy manager of (in charge of work) and head of International Cooperation Department of China Huaneng Group. Mr. Xiao graduated from Wuhan University of Hydraulic and Electrical Engineering with a bachelor degree majoring in electric power system and automation. He also graduated from Tsinghua University with a MBA degree and the National University of Singapore with a MPA degree. Mr. Xiao is a senior engineer.

The Company proposes to appoint Mr. Xiao as an Executive Director for a term of three years. Mr. Xiao will not receive any directors' fees. Save as disclosed above, Mr. Xiao does not have any relationship with any other Directors, Supervisors or senior management or substantial or controlling shareholders of the Company, nor does he have any interests in the shares of the Company within the meaning of Part XV of the SFO.

In addition, there is no other information in relation to Mr. Xiao which is discloseable pursuant to any of the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules nor is he involved in any of the matters required to be disclosed pursuant to the rules. Save for the above, there is no other matter that needs to be brought to the attention of the Shareholders.

Mr. YU Chunping (余春平), aged 46, is a Vice President of the Company. Mr. Yu joined the Company in December 2012. Mr. Yu has served successively as assistant to general manager of Huaneng Simulation Technology Corporation (華能仿真技術公司), deputy chief of Policy Research Division of Strategy Research Department of Huaneng Group, deputy chief (in charge of work) of the Marketing Division of Marketing Department of Huaneng Group, deputy chief (in charge of work) of the Marketing Division of Marketing Department of HPI, chief of the Third Marketing Division and the Market Division of the Marketing Department of HPI, chief of the General Division and deputy manager of Marketing Department of HPI, Vice President of Huaneng Jiangsu Company (華能江蘇分公司). Mr. Yu obtained a bachelor's degree in thermal turbomachinery and a master's degree in engineering from Xi'an Jiaotong University (西安交通大學), respectively. He also obtained an MBA degree from Tsinghua University. Mr. Yu is a senior engineer.

The Company proposes to appoint Mr. Yu as an Executive Director for a term of three years. Mr. Yu will not receive any directors' fees. Save as disclosed above, Mr. Yu does not have any relationship with any other Directors, Supervisors or senior management or substantial or controlling shareholders of the Company, nor does he have any interests in the shares of the Company within the meaning of Part XV of the SFO.

In addition, there is no other information in relation to Mr. Yu which is discloseable pursuant to any of the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules nor is he involved in any of the matters required to be disclosed pursuant to the rules. Save for the above, there is no other matter that needs to be brought to the attention of the Shareholders.

Ms. YANG Qing (楊青), aged 44, is an Executive Director, Vice President and Chief Financial Officer of the Company. Ms. Yang was appointed as an Executive Director of the Company in August 2010. She joined the Company in May 2002. Ms. Yang has served successively as deputy chief of the Financial Department of Huaneng Group, chief of the First Financial Department of Huaneng Group, deputy chief accountant and manager of the Financial Department of Huaneng New Energy Environment Industrial Co., Ltd., deputy chief accountant of HNEIC, Vice President and chief accountant of HNEIC. Ms. Yang graduated from Central University of Finance & Economics with a bachelor's degree in economics. She also graduated from the School of Finance of Renmin University of China with a master's degree in economics. Ms. Yang is a senior accountant.

The Company proposes to re-appoint Ms. Yang as an Executive Director for a term of three years. Ms. Yang will not receive any directors' fees. Save as disclosed above, Ms. Yang does not have any relationship with any other Directors, Supervisors or senior management or substantial or controlling shareholders of the Company, nor does she have any interests in the shares of the Company within the meaning of Part XV of the SFO.

In addition, there is no other information in relation to Ms. Yang which is discloseable pursuant to any of the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules nor is she involved in any of the matters required to be disclosed pursuant to the rules. Save for the above, there is no other matter that needs to be brought to the attention of the Shareholders.

Independent Non-executive Directors

Mr. QIN Haiyan (秦海岩), aged 42, is an Independent Non-executive Director of the Company, the director of China General Certification Center (北京鑒衡認證中心), and the secretary-general of the Wind Power Committee of China Renewable Energy Society (中國可再生能源學會風能專業委員會). He is also the standing director of China Renewable Energy Society, deputy head of the Climatic Resources Application Research Committee of China Meteorological Society (中國氣象學會氣候資源應用研究委員會), deputy secretary-general of the Renewable Energy Committee of China Association of Resources Comprehensive Utilization (中國資源綜合利用協會可再生能源專業委員會) and member of the Technical Committee of National Wind Power Machinery Standardization (全國風力機械標準化技術委員會). Mr. Qin was appointed as an Independent Non-executive Director of the Company in August 2010. Mr. Qin has led over 20 research projects in the area of renewable energies. For example, he was the person-in-charge for the “Analysis of the Development Potential of China’s Offshore Wind Power”, and the person-in-charge for the “Establishment of Certification for Wind Turbines”, a project sponsored by the PRC government, World Bank and the Global Environment Facility. He graduated from Shanghai Jiao Tong University with a bachelor’s degree in engineering. He also obtained a master’s degree in MBA from Renmin University of China.

The Company proposes to re-appoint Mr. Qin as an Independent Non-executive Director for a term of three years. The remuneration of Mr. Qin will be determined in accordance with the remuneration scheme of the independent non-executive directors as approved at the 2012 AGM. Mr. Qin does not have any relationship with any other Directors, Supervisors or senior management or substantial or controlling shareholders of the Company, nor does he have any interests in the shares of the Company within the meaning of Part XV of the SFO.

In addition, there is no other information in relation to Mr. Qin which is discloseable pursuant to any of the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules nor is he involved in any of the matters required to be disclosed pursuant to the rules. Save for the above, there is no other matter that needs to be brought to the attention of the Shareholders.

Ms. DAI Huizhu (戴慧珠), aged 74, is an Independent Non-executive Director of the Company, and the senior consultant, professor and Supervisor of Doctorate Students of Renewable Energy Department of China Electric Power Research Institute (中國電力科學研究院新能源研究所). Ms. Dai was appointed as an Independent Non-executive Director of the Company in August 2010. Ms. Dai held various positions at Northeast Institute of Electric Power Engineering (東北電力學院), including assistant lecturer, lecturer, associate professor, professor, head of Research Section of Electrical Engineering Fundamentals and deputy head of Electric Power Research Institute. She also held various positions at China Electric Power Research Institute, including, among others, head of New Energy Power Generation Laboratory, head of Graduate Department and chief engineer of Rural Electrification Research Department. Ms. Dai has conducted indepth studies in the renewable energy and directed many research projects. She was the person-in-charge and participated in the drafting of “Research Report on Electric Power System” as part of the Evaluation of Renewable Energies, a project sponsored by the PRC government, World Bank and Global Environment Facility. Ms. Dai has led many award-winning research projects in wind power area. Ms. Dai has also published a number of research papers within and outside China. Ms. Dai graduated from Tsinghua University majored in electrical engineering.

The Company proposes to re-appoint Ms. Dai as an Independent Non-executive Director for a term of three years. The remuneration of Ms. Dai will be determined in accordance with the remuneration scheme of the independent non-executive directors as approved at the 2012 AGM. Ms. Dai does not have any relationship with any other Directors, Supervisors or senior management or substantial or controlling shareholders of the Company, nor does she have any interests in the shares of the Company within the meaning of Part XV of the SFO.

In addition, there is no other information in relation to Ms. Dai which is discloseable pursuant to any of the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules nor is she involved in any of the matters required to be disclosed pursuant to the rules. Save for the above, there is no other matter that needs to be brought to the attention of the Shareholders.

Mr. ZHOU Shaopeng (周紹朋), aged 66, is an Independent Non-executive Director of the Company, a professor and Supervisor of Doctorate Students at Chinese Academy of Governance (國家行政學院), Vice Chairman of Public Economic Research Association (公共經濟研究會), member of the Expert Committee of China Development Bank Corporation, council member of History and Chinese Enterprise Association of China Federation of Industrial Economics (中國工業經濟聯合會), part-time professor and Supervisor of Doctorate Students at Graduate School of Chinese Academy of Social Sciences (中國社會科學院研究生院) and Renmin University of China (中國人民大學), and also holds various positions in academic institutions and industrial associations and organizations in China. Mr. Zhou was appointed as an Independent Non-executive Director of the Company in August 2010. Mr. Zhou has served as assistant researcher, associate researcher, researcher, Supervisor of Doctorate Students and head of Enterprise Governance Research Department of Industrial Economics Institute of Chinese Academy of Social Sciences (中國社會科學院工業經濟研究所) and deputy county head of Hulunbuir of Inner Mongolia Autonomous Region. Mr. Zhou was the author or co-author of over 30 academic books and research reports. He has also published over 200 research papers. Mr. Zhou graduated from Beijing Mechanical Institute (北京機械學院) majored in Industrial Economics and graduated from Chinese Academy of Social Sciences with a master's degree in economics. He also obtained a doctorate degree in economics from the Chinese Academy of Social Sciences.

The Company proposes to re-appoint Mr. Zhou as an Independent Non-executive Director for a term of three years. The remuneration of Mr. Zhou will be determined in accordance with the remuneration scheme of the independent non-executive directors as approved at the 2012 AGM. Mr. Zhou does not have any relationship with any other Directors, Supervisors or senior management or substantial or controlling shareholders of the Company, nor does he have any interests in the shares of the Company within the meaning of Part XV of the SFO.

In addition, there is no other information in relation to Mr. Zhou which is discloseable pursuant to any of the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules nor is he involved in any of the matters required to be disclosed pursuant to the rules. Save for the above, there is no other matter that needs to be brought to the attention of the Shareholders of the Company.

Mr. WAN Kam To (尹錦滔), aged 60, is an Independent Non-executive Director of the Company, and an independent director of Mindray Medical International Limited (New York Stock Exchange: MR) and RDA Microelectronics, Inc. (NASDAQ: RDA). In addition, he serves as an independent non-executive director at China Resources Land Limited (Hong Kong Stock Exchange: 1109), Dalian Port (PDA) Company Limited (Hong Kong Stock Exchange: 2880, Shanghai Stock Exchange: 601880), Fairwood Holdings Limited (Hong Kong Stock Exchange: 0052), Greater China Professional Services Limited (Hong Kong Stock Exchange: 8193) and KFM Kingdom Holdings Limited (Hong Kong Stock Exchange: 3816), and a fellow of Hong Kong Institute of Certified Public Accountants and the Association of Chartered Certified Accountants. Mr. Wan was appointed as an Independent Non-executive Director of the Company in August 2010. Mr. Wan has served as a partner of PricewaterhouseCoopers and an independent non-executive director of Real Gold Mining Limited (Hong Kong Stock Exchange: 0246). He graduated from Hong Kong Polytechnic University (previously known as Hong Kong Polytechnic) with a Higher Diploma in accountancy.

The Company proposes to re-appoint Mr. Wan as an Independent Non-executive Director for a term of three years. The remuneration of Mr. Wan will be determined in accordance with the remuneration scheme of the independent non-executive directors as approved at the 2012 AGM. Mr. Wan does not have any relationship with any other Directors, Supervisors or senior management or substantial or controlling shareholders of the Company, nor does he have any interests in the shares of the Company within the meaning of Part XV of the SFO.

In addition, there is no other information in relation to Mr. Wan which is discloseable pursuant to any of the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules nor is he involved in any of the matters required to be disclosed pursuant to the rules. Save for the above, there is no other matter that needs to be brought to the attention of the Shareholders.

SUPERVISORS

Mr. HUANG Jian (黃堅), aged 50, is a Supervisor of the Company, a Non-executive Director of HPI, the Assistant to President of Huaneng Group and concurrently the Executive Vice Chairman of Huaneng Capital Services Co., Ltd. (華能資本服務有限公司), Chairman of Huaneng Hainan Power Ltd. and the Chairman of Huaneng Carbon Assets Management Company. Mr. Huang was appointed as a Supervisor of the Company in November 2011. Mr. Huang has served successively as deputy chief of Cost and Pricing Office of the Finance Department, chief of Pricing General Office of the Finance Department of HIPDC, chief accountant of Beijing Branch and deputy manager of the Finance Department of HIPDC. He also served as the deputy chief accountant, chief accountant, Vice President and secretary to the board of directors of HPI, and deputy chief economist and director of Budgeting and Comprehensive Planning Department of Huaneng Group. Mr. Huang graduated from the accounting department of Institute of Fiscal Science of the Ministry of Finance with a master degree in economics. He is a senior accountant.

The Company proposes to re-appoint Mr. Huang as a Supervisor for a term of three years. Mr. Huang will not receive any supervisor's fees. Save as disclosed above, Mr. Huang does not have any relationship with any other Directors, Supervisors or senior management or substantial or controlling shareholders of the Company, nor does he have any interests in the shares of the Company within the meaning of Part XV of the SFO.

In addition, there is no other information in relation to Mr. Huang which is discloseable pursuant to any of the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules nor is he involved in any of the matters required to be disclosed pursuant to the rules. Save for the above, there is no other matter that needs to be brought to the attention of the Shareholders.

Mr. WANG Huanliang (王煥良), aged 54, is a Supervisor of the Company and the head of Audit Department of Huaneng Group. Mr. Wang was appointed as a Supervisor of the Company in August 2010. Mr. Wang has held various positions at Power Planning and Design Institute of Ministry of Water Resources and Electrical Power (水電部電力規劃設計院), including, among others, accountant, section chief and deputy chief of Finance Section. He also held various positions at Huaneng Group, including, among others, deputy manager of the Finance Department, deputy chief and chief of the Operation Finance Division of the Finance Department. He has served as Vice Chairman and President of Beihai Xinli Industrial Co., Ltd. (北海新力實業股份有限公司), head of Beihai Port Management Bureau (北海港務局), and Vice President and chief accountant of Huaneng Energy & Communications Holding Co., Ltd. (華能能源交通產業控股有限公司). Mr. Wang graduated from Correspondence School of Renmin University of China. He also graduated from Chinese Academy of Social Sciences with a master's degree in currency and banking. He is a senior accountant.

The Company proposes to re-appoint Mr. Wang as a Supervisor for a term of three years. Mr. Wang will not receive any supervisor's fees. Mr. Wang does not have any relationship with any other Directors, Supervisors or senior management or substantial or controlling shareholders of the Company, nor does he have any interests in the Shares of the Company within the meaning of Part XV of the SFO.

In addition, there is no other information in relation to Mr. Wang which is discloseable pursuant to any of the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules nor is he involved in any of the matters required to be disclosed pursuant to the rules. Save for the above, there is no other matter that needs to be brought to the attention of the Shareholders.