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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 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 13.10(B) 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 thirteenth meeting of the eighth session of the Board of Datang International Power Generation Co., Ltd, (the “Company”) was convened on 27 August 2014 (Wednesday), at the meeting room of 5/F, InterContinental Hotel, No. 11 Financial Street, Xicheng District, Beijing. The written notice of the meeting was dispatched on 15 August 2014. There were 15 Directors eligible for attending the meeting and 12 of them attended the meeting. Directors Cai Shuwen, Dong Heyi and Jiang Guohua were unable to attend the meeting in person due to business engagement, and they have authorised Directors Cao Xin, Ye Yansheng and Zhao Jie respectively to attend the meeting and vote on their behalf respectively. The convening of the meeting was in compliance with the provisions stipulated in the “Company Law” and the “Articles of Association of Datang International Power Generation Co., Ltd.” (the “Articles of Association”), and was lawful and valid. Four supervisors of the Company were present at the meeting. Chen Jinhang, the chairman of the Company, presided the meeting. The following resolutions were approved unanimously by the attending Directors or their authorised proxies by way of voting by show of hands at the meeting:

**1. The “Explanation on the 2014 Interim Results” was considered and approved.**

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

The Board approved the content of the 2014 interim report, the summary of the interim report and the results announcement (“2014 Interim Results”) of the Company.

**2. The “Resolution on the Provision of Entrusted Loan to Datang Inner Mongolia Duolun Coal Chemical Company Limited” was considered and approved.**

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

- (1) Agreed that the Company or Datang Energy and Chemical Company Limited (“Energy and Chemical Company”), a wholly-owned subsidiary of the Company, to provide Datang Inner Mongolia Duolun Coal Chemical Company Limited (“Duolun Coal Chemical Company”) with entrusted loan of not more than RMB4 billion in tranches through Datang Corporation Finance Limited Company based on the actual needs of Duolun Coal Chemical Company;
- (2) The Directors (including the independent Directors) are of the view that the above-mentioned transaction is conducted in the ordinary and usual course of business of the Company on normal commercial terms, and is fair and reasonable and is in the interest of the Company and the shareholders as a whole;
- (3) Pursuant to the Hong Kong Listing Rules, the above-mentioned entrusted loan arrangement constitutes a connected transaction of the Company. Pursuant to the provisions under the Shanghai Listing Rules, connected directors, namely, Chen Jinhang, Hu Shengmu and Fang Qinghai, have abstained from voting on this resolution;

For details of the entrusted loan, please refer to the relevant announcement of the Company published on the same day.

Since the above-mentioned resolution numbered 2 is required to be submitted to the general meeting of the Company for shareholders' consideration and approval, the Company will issue a notice of general meeting in due course.

By Order of the Board

**Zhou Gang**

*Secretary to the Board*

Beijing, the PRC, 27 August 2014

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

*Chen Jinhang, Hu Shengmu, Wu Jing, Fang Qinghai, Zhou Gang, Cao Xin, Cai Shuwen, Liu Haixia, Guan Tiangang, Yang Wenchun, Dong Heyi\*, Ye Yansheng\*, Zhao Jie\*, Jiang Guohua\*, Feng Genfu\**

*\* Independent non-executive Directors*