

*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.*



**中国大唐集团新能源股份有限公司**

**China Datang Corporation Renewable Power Co., Limited\***

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

**(Stock Code: 01798)**

**ANNOUNCEMENT  
POLL RESULTS OF  
THE ANNUAL GENERAL MEETING FOR THE YEAR 2014  
AND  
CHANGE IN DOMESTIC AND OVERSEAS AUDITORS**

**(1) VOTING RESULTS OF THE ANNUAL GENERAL MEETING FOR THE YEAR 2014**

References are made to the notice of the annual general meeting for the year 2014 and the circular (the “**Circular**”) of China Datang Corporation Renewable Power Co., Limited (the “**Company**”) both dated 15 May 2015 and the revised notice of the annual general meeting for the year 2014 and the supplementary circular (the “**Supplementary Circular**”) of the Company both dated 15 June 2015. Unless otherwise defined herein, terms used in this announcement shall have the same meanings as defined in the Circular and Supplementary Circular.

The board of directors of the Company (the “**Board**”) is pleased to announce that the AGM was held on 30 June 2015 at Room 501, Building 1, No. 1 Caishikou Street, Xicheng District, Beijing, the PRC and the resolutions set out below were duly passed by way of poll.

As at the date of the AGM, the total number of issued Shares of the Company was 7,273,701,000 Shares, which was the total number of Shares entitling the holders to attend and vote for or against the resolutions at the AGM.

There were no Shares entitling the holder to attend and abstain from voting in favour for any of the resolutions. No party had stated his or her intention in the Circular or Supplementary Circular to vote against the resolutions or to abstain. Pursuant to Rule 14A.36 of the Listing Rules, any connected person and any shareholder and their associates with a material interest in the connected transaction are required to abstain from voting on the relevant resolutions at the shareholders' meeting. As stated in the Supplementary Circular, CDC, which is a connected person of the Company, holding 4,772,629,900 Domestic Shares (representing approximately 65.61% of the total issued Share capital of the Company as at the date of the AGM), and its associates were required to, and did, abstain from voting in relation to the resolutions of Finance Lease Framework Agreement and Financial Services Agreement. Therefore, the Shares held by CDC Group and its associates were not counted for the purpose of calculating the votes on the ordinary resolutions no. 11 and 12. Save for CDC Group and its associates, no other Shareholders were required to abstain from voting on any of the AGM resolutions.

Shareholders or their proxies representing 5,169,731,153 Shares with voting rights in the Company, representing approximately 71.07% of the total issued Share capital of the Company as at the date of the AGM, attended the AGM.

The Company's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. All the resolutions, where voted on by poll, were approved by Shareholders. The poll results in respect of the respective resolutions proposed at the AGM were as follow:

ORDINARY RESOLUTIONS		No. of Votes (%) <sup>1</sup>	
		For	Against
1.	To consider and approve the work report of the board of the company for the year ended 31 December 2014.	5,169,731,153 100.000000%	0 0.000000%
2.	To consider and approve the work report of the supervisory committee of the Company for the year ended 31 December 2014.	5,169,730,153 100.000000%	0 0.000000%
3.	To consider and approve the independent auditor's report and audited financial statements for 2014.	5,169,731,153 100.000000%	0 0.000000%
4.	To consider and approve the financial report of the Company for the year ended 31 December 2014.	5,169,730,153 99.999981%	1,000 0.000019%
5.	To consider and approve the financial budget plan of the Company for the year ending 31 December 2015.	5,169,730,153 99.999981%	1,000 0.000019%

<b>ORDINARY RESOLUTIONS</b>		<b>No. of Votes (%)<sup>1</sup></b>	
		<b>For</b>	<b>Against</b>
6.	To consider and approve the profit distribution plan of the Company for the year ended 31 December 2014.	5,169,730,153 100.000000%	0 0.000000%
7.	To consider and approve the operational investment plan of the Company for the year of 2015.	5,169,731,153 100.000000%	0 0.000000%
<b>SPECIAL RESOLUTION</b>		<b>No. of Votes (%)<sup>1</sup></b>	
		<b>For</b>	<b>Against</b>
8.	To consider and approve the proposal in relation to the financing plan for 2015.	5,145,263,678 99.526717%	24,467,475 0.473283%
<b>ORDINARY RESOLUTIONS</b>		<b>No. of Votes (%)<sup>1</sup></b>	
		<b>For</b>	<b>Against</b>
9.	To consider and approve the proposals (if any) put forward at the general meeting by shareholder(s) holding 3% or more of the shares of the Company carrying the right to vote thereat.	N/A	N/A
10.	To consider and approve the appointment of domestic and overseas auditors and their remuneration.	5,169,731,153 100.000000%	0 0.000000%
11.	To consider and approve the transactions and proposed annual caps under the finance lease framework agreement.	397,100,253 100.000000%	0 0.000000%
12.	To consider and approve the transaction and proposed annual caps under the financial services agreement.	311,959,894 78.559480%	85,140,359 21.440520%

*Note 1:* For the purpose of calculating the result of the resolutions, only the votes “For” and “Against” shall be regarded as voting rights. The votes “Abstained” shall not be regarded as voting rights.

As the above ordinary resolutions no. 1 to 7 and 9 to 12 were passed by more than one half majority, these resolutions were duly passed.

As the above special resolution no. 8 was passed by more than two third majorities, the resolution was duly passed.

The Company has not received any proposal put forward by any Shareholders holding 3% or more of the voting Shares of the Company, therefore, voting on resolution no. 9 was not required.

## (2) CHANGE IN DOMESTIC AND OVERSEAS AUDITORS

Reference is made to the Supplementary Circular in respect of the appointments of domestic and overseas auditors.

The Board is pleased to announce that Ernst & Young Hua Ming LLP (Special General Partnership) and Ernst & Young have been appointed as the Company's domestic and overseas auditors respectively, and will hold office until the conclusion of the next annual general meeting of the Company.

PricewaterhouseCoopers has confirmed that there were no circumstances connected with their retiring which they considered should be brought to the attention of the Shareholders. The Board has confirmed that there is no disagreement between PricewaterhouseCoopers Zhong Tian LLP and PricewaterhouseCoopers (the outgoing domestic and overseas auditors respectively) and the Company, and there are no other matters in relation to the retiring of the auditors that need to be brought to the attention of the Shareholders.

By order of the Board  
**China Datang Corporation Renewable Power Co., Limited\***  
**Chen Yong**  
*Joint Company Secretary*

Beijing, the PRC, 30 June 2015

*As at the date of this announcement, the executive directors of the Company are Mr. Zhang Chunlei and Mr. Hu Guodong; the non-executive directors are Mr. Wang Yeping, Mr. Kou Bing'en, Mr. An Hongguang and Mr. Guo Shuping; and the independent non-executive directors are Mr. Liu Chaoan, Mr. Lo Mun Lam, Raymond and Mr. Yu Shunkun.*

\* *For identification purpose only*