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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)

ANNOUNCEMENT
CONNECTED TRANSACTIONS
AND
CONTINUING CONNECTED TRANSACTIONS

ASSET TRANSFER AGREEMENTS

The Board announced that on 30 June 2015, Some Wholly-owned or Controlled Subsidiaries of the Company entered into the Asset Transfer Agreements with relevant project based branch companies of Datang Technology Industry Company, a wholly-owned subsidiary of CDC, respectively. Pursuant to such agreements, Some Wholly-owned or Controlled Subsidiaries of the Company agreed to transfer the Desulfurisation Assets or Denitrification Assets to Datang Technology Industry Company, a franchising company engaging in desulfurisation or denitrification business, at an aggregate consideration of approximately RMB1,210.0345 million.

FRANCHISING CONTRACTS

On 30 June 2015, Some Wholly-owned or Controlled Subsidiaries of the Company entered into the Franchising Contracts with relevant project based branch companies of Datang Technology Industry Company, respectively. Pursuant to such contracts, Some Wholly-owned or Controlled Subsidiaries of the Company authorised Datang Technology Industry Company to carry out franchising in respect of the Desulfurisation Assets or Denitrification Assets of the corresponding coal-fired power generating units and operate, maintain and manage the desulfurisation or denitrification facilities during the franchise period. During the franchise period, Datang Technology Industry Company shall be entitled to the revenue from the desulfurisation or denitrification tariffs and shall reimburse and compensate Some Wholly-owned or Controlled Subsidiaries of the Company for the costs incurred for desulfurisation or denitrification, including water, electricity and gas.

LISTING RULES IMPLICATIONS

As at the date of this announcement, CDC is the controlling Shareholder of the Company, which together with its subsidiaries, holds 34.71% of the issued share capital of the Company. Datang Technology Industry Company is a wholly-owned subsidiary of CDC. Datang Technology Industry Company and its relevant project based branch companies are therefore connected persons of the Company and the transactions under the Asset Transfer Agreements constitute connected transactions of the Company and the transactions under the Franchising Contracts constitute continuing connected transactions of the Company.

Since all of the applicable percentage ratios (as defined in Rule 14.07 of the Listing Rules), when aggregated with the Previous Transaction, in respect of each of (i) the total transaction amount under the Asset Transfer Agreements; and (ii) the total transaction amount under the Franchising Contracts are above 0.1% but less than 5%, the transactions under each of the Asset Transfer Agreements and the Franchising Contracts are only subject to the annual review, reporting and announcement requirements under Chapter 14A the Listing Rules, but are exempt from the approval by the independent Shareholders of the Company.

ASSET TRANSFER AGREEMENTS

Date

30 June 2015

Parties

Transferors of Desulfurisation Assets:	Zhangjiakou Thermal Power Company and Wangtan Power Generation Company
Transferors of Denitrification Assets:	Tuoketuo Power Generation Company, Tuoketuo No.2 Power Generation Company, Chaozhou Power Generation Company, Zhangjiakou Thermal Power Company and Wangtan Power Generation Company
Transferee of Desulfurisation Assets or Denitrification Assets:	Relevant project based branch companies of Datang Technology Industry Company

Major Terms of the Asset Transfer Agreements

Some Wholly-owned or Controlled Subsidiaries of the Company entered into two desulfurisation asset transfer agreements and five denitrification asset transfer agreements with relevant project based branch companies of Datang Technology Industry Company, respectively, in aggregate with substantially the same terms, and the major terms of which are summarised as follows:

1. Subject of Transfer: Some Wholly-owned or Controlled Subsidiaries of the Company agreed to transfer the Desulfurisation Assets or Denitrification Assets to Datang Technology Industry Company.

The Desulfurisation Assets and Denitrification Assets include all facilities, devices, spare parts, equipment and related information of the desulfurisation or denitrification installations ancillary to the coal-fired power generation units of Some Wholly-owned or Controlled Subsidiaries of the Company.

2. Consideration: Pursuant to the asset valuation report on the Desulfurisation Assets issued by an independent valuer, as at the valuation benchmark date (i.e. 31 December 2014), by adopting cost approach, the audited carrying value of the Desulfurisation Assets of Some Wholly-owned or Controlled Subsidiaries of the Company was approximately RMB293.5949 million and the appraised value was approximately RMB282.9390 million, representing an appreciation rate of -3.63%.

The consideration of the transfer of the Desulfurisation Assets is determined based on the appraised value of the assets at the benchmark date upon negotiation among the parties. The consideration of the transfer of Desulfurisation Assets equals to the sum of the appraised value and tax charges on asset transactions which is anticipated to be approximately RMB316.7826 million. All parties would determine the ultimate consideration based on the change in depreciation between the benchmark date and the actual completion date as well as other factors which would affect the carrying value of assets between the benchmark date and the completion date (it is expected that the ultimate consideration (exclusive of tax) will not exceed the appraised value of the assets), and would enter into supplemental agreements.

Pursuant to the asset valuation report on the Denitrification Assets issued by an independent valuer, as at the valuation benchmark date (i.e. 31 December 2014), by adopting cost approach, the audited carrying value of the Denitrification Assets of Some Wholly-owned or Controlled Subsidiaries of the Company was approximately RMB752.3761 million and the appraised value was approximately RMB752.7504 million, representing an appreciation rate of 0.05%.

The consideration of the transfer of Denitrification Assets is determined based on the appraised value of the assets at the benchmark date upon negotiation among the parties. The consideration of the transfer of Denitrification Assets equals to the sum of the appraised value and tax charges on asset transactions which is anticipated to be approximately RMB893.2519 million. All parties would determine the ultimate consideration based on the change in depreciation between the benchmark date and the actual completion date as well as other factors which would affect the carrying value of assets between the benchmark date and the completion date (it is expected that the ultimate consideration (exclusive of tax) will not exceed the appraised value of the assets), and would enter into supplemental agreements.

The aggregate consideration of the transfer of Desulfurisation Assets and Denitrification Assets is approximately RMB1,210.0345 million as detailed below:

Category	Name of the Company	Book Value (RMB 10,000 Yuan)	Appraised value (RMB 10,000 Yuan)	Appreciation Rate (%)	Payment (RMB 10,000 Yuan)
Desulfurisation	Zhangjiakou Thermal Power Company Thermal Power	15,188.87	14,055.30	-7.46	16,536.56
	Wangtan Power Generation Company	14,170.62	14,238.59	0.48	15,141.70
	Subtotal	29,359.49	28,293.89	-3.63	31,678.26
Denitrification	Tuoketuo Power Generation Company	31,335.89	31,429.72	0.3	37,318.27
	Tuoketuo No.2 Power Generation Company	9,307.72	9,365.98	0.63	11,120.76
	Chaozhou Power Generation Company	21,750.04	22,019.70	1.24	26,091.56
	Zhangjiakou Thermal Power Company	5,397.21	4,410.44	-18.28	5,230.72
	Wangtan Power Generation Company	7,446.75	8,049.20	8.09	9,563.88
	Subtotal	75,237.61	75,275.04	0.05	89,325.19

3. Payment terms of the consideration: The consideration for the transfer of the Desulfurisation Assets or Denitrification Assets is payable by relevant project based branch companies of Datang Technology Industry Company to Some Wholly-owned or Controlled Subsidiaries of the Company in two installments.

The first installment, being approximately RMB242.0069 million, representing 20% of the total consideration, shall be payable by relevant project based branch companies of Datang Technology Industry Company by way of remittance within 10 days after the effective date of the agreement.

The second installment, being approximately RMB968.0276 million, representing 80% of the total consideration, shall be payable by relevant project based branch companies of Datang Technology Industry Company by way of remittance within 30 days after the payment of the first installment. Payment as detailed below:

Name of the Company		Payment on 1st Installment (RMB10,000 Yuan)		Payment on 2 nd Installment (RMB10,000 Yuan)	
		Desulfurisation	Denitrification	Desulfurisation	Denitrification
1	Zhangjiakou Thermal Power	3,307.31	1,046.14	13,229.25	4,184.57
2	Tuoketuo No.2 Power Generation Company	/	2,224.15	/	8,896.60
3	Tuoketuo Power	/	7,463.66	/	29,854.62
4	Chaozhou Power Generation Company	/	5,218.31	/	20,873.25
5	Wangtan Power Generation Company	3,028.34	1,912.78	12,113.36	7,651.11
Subtotal		6,335.65	17,865.04	25,342.61	71,460.15
Total		24,200.69		96,802.76	

- Completion date: The completion of the acquisition of assets shall take place on the first working day after the agreement becomes effective and Some Wholly-owned or Controlled Subsidiaries of the Company receives the first installment of the consideration, upon which the representatives of Some Wholly-owned or Controlled Subsidiaries of the Company and relevant project based branch companies of Datang Technology Industry Company shall sign the written transfer confirmation and Some Wholly-owned or Controlled Subsidiaries of the Company shall fully transfer the assets to Datang Technology Industry Company.

Effective date

The Asset Transfer Agreements shall become effective when they are duly signed by the parties with their respective company seals affixed therein.

The proceeds from the transfer of the Desulfurisation Assets and Denitrification Assets

The Company expects to incur a revenue loss of approximately RMB10.2816 million from the transfer of the Desulfurisation Assets and Denitrification Assets under the Asset Transfer Agreements. Such loss equals to the difference between the audited carrying value of the desulfurisation and Denitrification Assets as at 31 December 2014 (excluding RMB1,045.9709 million) and the consideration of transaction in relation to the transfer of the Desulfurisation Assets and Denitrification Assets (i.e. RMB1,035.6893 million), excluding the tax charges on such asset transactions.

The proceeds from the transfer of the Desulfurisation Assets and Denitrification Assets are expected to be mainly used to satisfy the capital needs on construction and operation, repayment or replacement of new bank loans of Some Wholly-owned or Controlled Subsidiaries of the Company.

FRANCHISING CONTRACTS

Date

30 June 2015

Parties

- (1) Desulfurisation franchising: Zhangjiakou Thermal Power Company and Wangtan Power Generation Company;
- (2) Denitrification franchising: Tuoketuo Power Generation Company, Tuoketuo No.2 Power Generation Company, Chaozhou Power Generation Company, Zhangjiakou Thermal Power Company and Wangtan Power Generation Company; and
- (3) Relavent project based branch companies of Datang Technology Industry Company

Major Terms of the Franchising Contracts

Some Wholly-owned or Controlled Subsidiaries of the Company entered into two desulfurisation franchising contracts and five denitrification franchising contracts with Datang Technology Industry Company in aggregate with substantially the same terms, and the major terms of which are summarised as follows:

1. Some Wholly-owned or Controlled Subsidiaries of the Company authorised relevant project based branch companies of Datang Technology Industry Company to carry out the franchising of the Desulfurisation Assets or Denitrification Assets of the corresponding coal-fired power generating units and to operate, maintain and manage the desulfurisation or denitrification facilities during the franchise period. During the franchise period, Datang Technology Industry Company shall be entitled to the revenue from the desulfurisation or denitrification tariffs and shall reimburse and compensate Some Wholly-owned or Controlled Subsidiaries the costs incurred for desulfurisation or denitrification, including water, electricity and gas.
2. Desulfurisation or denitrification tariffs: Desulfurisation or denitrification on tariffs mean the increased electricity price resulting from the installation of desulfurisation or denitrification facilities, which is approved by the national pricing authority and is included in all of the on-grid power generation. As at the date of the signing of Franchising Contracts, the desulfurisation tariff is RMB0.015/kWh (tax inclusive) and the denitrification tariff is RMB0.01/kWh (tax inclusive).
3. Desulfurisation or denitrification electricity fee: Desulfurisation or denitrification fee means the revenue from desulfurisation or denitrification electricity fee required to be paid by the power grid company to Datang Technology Industry Company and shall be collected from the power grid company by Some Wholly-owned or Controlled Subsidiaries of the Company on behalf of Datang Technology Industry Company based on the on-grid power generation of Some Wholly-owned or Controlled Subsidiaries of the Company and the desulfurisation or denitrification tariffs resulting from the desulfurisation or denitrification franchising carried out by Datang Technology Industry Company for the power generation of Some Wholly-owned or Controlled Subsidiaries of the Company pursuant to the requirements of the current national policies on tariffs (increased desulfurisation or denitrification tariffs) and the relevant purchase and sale of electricity contract.

Desulfurisation or denitrification electricity fee = on-grid power generation × desulfurisation or denitrification tariffs

4. Settlement of desulfurisation or denitrification electricity fee: The power grid company shall pay on-grid electricity fee to Some Wholly-owned or Controlled Subsidiaries of the Company. After receiving such on-grid electricity fee, Some Wholly-owned or Controlled Subsidiaries of the Company shall transfer revenue from the desulfurisation or denitrification tariffs to Datang Technology Industry Company according to the pricing principle of desulfurisation or denitrification electricity fee as set out in paragraph (3) of this section.

Considering the national policy and the business plan of the Company, it is estimated that the total desulfurisation and denitrification electricity fees charged by Datang Technology Industry Company for the provision of desulfurisation and denitrification services to Some Wholly-owned or Controlled Subsidiaries of the Company for Three Years in 2015, 2016 and 2017 will not exceed approximately RMB416.67 million, RMB601.58 million and RMB600.28 million (exclusive of tax) per year in aggregate.

The desulfurisation or denitrification electricity fees aforementioned are determined by taking reference from the on-grid power generation with annual utilisation hours of the power generating units of Some Wholly-owned or Controlled Subsidiaries of the Company in 2014, with expected annual utilisation hours for Three Years not exceeding 5,300 hours, and the current desulfurisation electricity tariff (RMB0.015/kWh) and denitrification electricity tariff (RMB 0.01/kWh).

5. Settlement of water, electricity and gas costs incurred for desulfurisation or denitrification: during the franchise period, Datang Technology Industry Company shall reimburse and compensate Some Wholly-owned or Controlled Subsidiaries of the Company for the costs incurred for desulfurisation or denitrification, including water, electricity and gas.

Based on the calculation by taking reference from on-grid power generation with annual utilisation hours of the power generating units of Some Wholly-owned or Controlled Subsidiaries of the Company in 2014, with expected annual utilisation hours for Three Years not exceeding 5,300 hours, it is estimated that the total costs incurred for desulfurisation and denitrification, including water, electricity and gas, to be reimbursed and compensated by Datang Technology Industry Company to Some Wholly-owned or Controlled Subsidiaries of the Company for Three Years in 2015, 2016 and 2017 shall not exceed approximately RMB77.14 million, RMB107.71 million and RMB107.59 million (exclusive of tax) per year.

6. Franchise period: The franchise period is the same as the operating period of the power generation facilities at which the franchise projects are located.

Since the Desulfurisation Assets and Denitrification Assets are the supporting and ancillary facilities of the coal-fired power generating units, the franchise period of the Desulfurisation Assets and Denitrification Assets are the same as the operating periods of their corresponding power generating facilities. The term of the Franchising Contracts is expected to exceed three years. The Company will re-set the annual caps of the transactions under the Franchising Contracts after the expiration of the term for the year ending 31 December 2017 and re-comply with the relevant reporting, announcement and independent Shareholders' approval (if applicable) requirements in accordance with the relevant requirements of the Listing Rules.

The Company have engaged an independent financial advisor to provide independent advice in respect of the term of the Franchising Contracts in accordance with the requirements as stipulated in Rule 14A.52 of Listing Rules, to explain why a longer period is required and to confirm that it is normal business practice for contracts of this type to be of such duration. The Company will issue a supplemental announcement in this regard on or before 9 July 2015.

Effective date

The Franchising Contracts shall be duly established when it is duly signed by the legal representatives or the authorised representatives of the parties, and shall become effective upon satisfying the below conditions: (1) approved by the respective board of directors or general meeting in accordance with the requirements under the articles of association and rules of procedures of the parties; (2) all parties have signed the Asset Transfer Agreements and such agreements have become effective.

INFORMATION ON THE PARTIES TO THE ASSET TRANSFER AGREEMENTS AND FRANCHISING CONTRACTS

1. The Company, which is principally engaged in the construction and operation of power plants, the sale of electricity and thermal power, the repair and maintenance of power equipment and power-related technical services, with its main service areas located in the PRC.
2. Zhangjiakou Thermal Power Company is a wholly-owned subsidiary of the Company with a registered capital of approximately RMB460 million. Its current installed capacity amounted to 600MW.
3. Wangtan Power Generation Company is a subsidiary of the Company with a registered capital of RMB450 million. The equity holding structure of the company is as follows: 70% of its equity interests are held by the Company and 30% of its equity interests are held by other shareholders. Its current installed capacity amounted to 1,200MW.
4. Tuoketuo Power Generation Company is a subsidiary of the Company with a registered capital of RMB1,710 million. The equity holding structure of the company is as follows: 60% of its equity interests are held by the Company and 40% of its equity interests are held by other shareholders. Its current installed capacity amounted to 3,600MW.
5. Tuoketuo No.2 Power Generation Company is a subsidiary of the Company with a registered capital of RMB500 million. The equity holding structure of the company is as follows: 40% of its equity interests are held by the Company, 20% of its equity interests are held by CDC and 40% of its equity interests are held by other shareholders. Its current installed capacity amounted to 1,200MW.
6. Chaozhou Power Generation Company is a subsidiary of the Company with a registered capital of RMB560 million. The equity holding structure of the company is as follows: 52.5% of its equity interests are held by the Company, 22.5% of its equity interests are held by CDC and 25% of its equity interests are held by other shareholders. Its current installed capacity amounted to 3,200MW.

7. Datang Technology Industry Company is a wholly-owned subsidiary of CDC with a registered capital of RMB1.2 billion. The company is the major platform for the development of the technology business segment of CDC and is responsible for the implementation of the development strategy and plan for the technology business of CDC. In 26 June, 2015, Datang Technology Industry Company renamed as Datang Environment Industry Group Co., Ltd.
8. Relevant project based branch companies of Datang Technology Industry Company, are all Controlled Subsidiaries which mainly responsible for investments on environmental protection facilities and operations management at respective projects' location of Datang Technology Industry Company.

REASONS FOR AND BENEFITS OF ENTERING INTO THE ASSET TRANSFER AGREEMENTS AND THE FRANCHISING CONTRACTS

Flue gas desulfurisation or denitrification franchising in coal-fired power plant refers to the transferring of coal-fired power enterprises' revenue rights, by way of a contract, resulted from the desulfurisation or denitrification electricity fees introduced by the State and concessionary policies related to desulfurisation or denitrification to professional environmental protection companies, which assume the operation, maintenance and day-to-day management of desulfurisation or denitrification facilities as well as perform desulfurisation or denitrification works as stipulated by contracts.

Along with higher requirements on environmental protection, it is anticipated that subsequent burdens and investment in environmental protection would continuously mount. Upon implementation of desulfurisation and denitrification franchising, the desulfurisation and denitrification franchisee could ensure that the power generation enterprise would meet the emission standard while undertaking relevant Desulfurisation Assets and Denitrification Assets and operating the desulfurisation and denitrification system. With the respective assumption of environmental protection responsibilities, part of the pressure on the Company in terms of environmental protection could be resolved and shared to a considerable extent.

The implementation of franchising for desulfurisation and denitrification projects by Some Wholly-owned or Controlled Subsidiaries of the Company can effectively revitalise the Desulfurisation Assets and Denitrification Assets in stock of the Company, while the proceeds of transferring the Desulfurisation Assets and Denitrification Assets can be used to finance corporate development and operation, repaying or substituting new bank loans, and effectively ease the financial pressure of the Company and reduce the Company's asset-to-liability ratio. Meanwhile, the professional management advantage of Datang Technology Industry Company can be brought into full play, the operational efficiency of the desulfurisation and denitrification facilities can be enhanced, and the risks concerning environmental protection can be reduced, and the operational costs of the Company can be saved.

The Directors (including the independent Directors) are of the view that the terms of the Asset Transfer Agreements and the Franchising Contracts (including the terms relating to the franchise period) have been determined on normal commercial terms, and the relevant transactions are fair, reasonable and in the interests of the Company and its Shareholders as a whole.

LISTING RULES IMPLICATIONS

As at the date of this announcement, CDC is the controlling Shareholder of the Company, which together with its subsidiaries, holds 34.71% of the issued share capital of the Company. Datang Technology Industry Company is wholly-owned subsidiary of CDC. Datang Technology Industry Company and relevant project based branch companies of the Company are therefore connected persons of the Company and the transactions under the Asset Transfer Agreements constitute connected transactions of the Company and the transactions under the Franchising Contracts constitute continuing connected transactions of the Company.

Since all of the applicable percentage ratios (as defined in Rule 14.07 of the Listing Rules), when aggregated within the Previous Transaction, in respect of each of (i) the total transaction amount under the Asset Transfer Agreements; and (ii) the total transaction amount under the Franchising Contracts are above 0.1% but less than 5%, the transactions under each of the Asset Transfer Agreements and the Franchising Contracts are only subject to the annual review, reporting and announcement requirements under Chapter 14A the Listing Rules, but are exempt from the approval by the independent Shareholders of the Company.

BOARD'S APPROVAL

None of the Director has any material interest in the Asset Transfer Agreements and the Franchising Contracts. Those connected Directors, including Chen Jinhang, Hu Shengmu and Liang Yongpan, have abstained from voting at the Board's meeting for such resolution in accordance with the requirements of the listing rules of the Shanghai Stock Exchange.

DEFINITIONS

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

“Asset Transfer Agreements”	the agreement on the transfer of the flue gas desulfurisation assets of generation units of Zhangjiakou Thermal Power Company, the agreement on the transfer of the flue gas desulfurisation asset of 2×600MW generation units of Wangtan Power Generation Company, the agreement on the transfer of the flue gas Denitrification Assets of 6×600MW generation units of Tuoketuo Power Generation Company, the agreement on the transfer of the flue gas Denitrification Assets of 2×600MW generation units of Tuoketuo No.2 Power Generation Company, the agreement on the transfer of the flue gas Denitrification Assets of 2×600MW+2×1,000MW generation units of Chaozhou Power Generation Company, the agreement on the transfer of the flue gas Denitrification Assets of generation units of Zhangjiakou Thermal Power Company and the agreement on the transfer of the flue gas Denitrification Assets of 2×600MW generation units of Wangtan Power Generation Company dated 30 June 2015 entered into between Some Wholly-owned or Controlled Subsidiaries of the Company and relevant project based branch companies of Datang Technology Industry Company
“Board”	the board of Directors
“CDC”	China Datang Corporation, a state-owned enterprise established under the laws of the PRC and is the controlling shareholder of the Company according to the Listing Rules
“Chaozhou Power Generation Company”	Guangdong Datang International Chaozhou Power Generation Company Limited, a subsidiary of the Company, details of which are set out in the section entitled “Information on the Parties to the Asset Transfer Agreements and Franchising Contracts”

“Company”	Datang International Power Generation Co., Ltd., a sino-foreign joint stock limited company incorporated in the PRC on 13 December 1994, whose H Shares are listed on the Stock Exchange and the London stock exchange and whose A Shares are listed on the Shanghai Stock Exchange
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“connected transaction(s)”	has the meaning ascribed to it under the Listing Rules
“Datang Technology Industry Company”	Datang Technology Industry Company Limited, a wholly-owned subsidiary of CDC, details of which are set out in the section entitled “Information on the Parties to the Asset Transfer Agreements and Franchising Contracts”
“Relevant project based branch companies of Datang Technology Industry Company”	Branch of Tuoketuo Project of Datang Technology Industry Company Limited, Branch of Zhangjiakou Thermal Power Project of Datang Technology Industry Company Limited, Branch of Raoping Project of Datang Technology Industry Company Limited, Branch of Wangtan Project of Datang Technology Industry Company Limited, details of which are set out in the section entitled “Information on the Parties to the Asset Transfer Agreements and Franchising Contracts”
“Denitrification Assets”	the denitrification installations and related assets, including all the facilities, equipment, spare parts and related information, ancillary to the coal-fired power generation units of Some Wholly-owned or Controlled Subsidiaries of the Company
“Desulfurisation Assets”	the desulfurisation installations and related assets, including all the facilities, equipment, spare parts and related information, ancillary to the coal-fired power generation units of Some Wholly-owned or Controlled Subsidiaries of the Company
“Directors”	the director(s) of the Company

“Franchising Contracts”	the contract on the flue gas desulfurisation franchising and the contract on the flue gas denitrification franchising dated 30 June 2015 entered into between Some Wholly-owned or Controlled Subsidiaries of the Company and relevant project based branch companies of Datang Technology Industry Company
“Group”	the Company and its subsidiaries
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China
“Previous Transaction”	The asset transfer agreement dated 22 January 2015, and Franchising Contracts dated 31 October 2012, details of which stated in the Company’s announcement dated 22 January 2015 and 31 October 2012, respectively
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	the shareholder(s) of the Company
“Some Wholly-owned or Controlled Subsidiaries of the Company”	Zhangjiakou Thermal Power Company, Wangtan Power Generation Company, Tuoketuo Power Generation Company, Tuoketuo No.2 Power Generation Company and Chaozhou Power Generation Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Three Years”	three years ending 31 December 2015, 31 December 2016 and 31 December 2017
“Tuoketuo Power Generation Company”	Inner Mongolia Datang International Tuoketuo Power Generation Company Limited, a subsidiary of the Company, details of which are set out in the section entitled “Information on the Parties to the Asset Transfer Agreements and Franchising Contracts”
“Tuoketuo No.2 Power Generation Company”	Inner Mongolia Datang International Tuoketuo No.2 Power Generation Company Limited, a subsidiary of the Company, details of which are set out in the section entitled “Information on the Parties to the Asset Transfer Agreements and Franchising Contracts”

“Wangtan Power Generation Company”	Hebei Datang International Wangtan Power Generation Company Limited, a subsidiary of the Company, details of which are set out in the section entitled “Information on the Parties to the Asset Transfer Agreements and Franchising Contracts”
“Zhangjiakou Thermal Power Company”	Hebei Datang International Zhangjiakou Thermal Power Generation Company Limited, a subsidiary of the Company, details of which are set out in the section entitled “Information on the Parties to the Asset Transfer Agreements and Franchising Contracts”
“%”	percent

By Order of the Board
Zhou Gang
Secretary to the Board

Beijing, the PRC, 30 June 2015

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

Chen Jinhang, Hu Shengmu, Wu Jing, Liang Yongpan, 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*