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華電國際電力股份有限公司

Huadian Power International Corporation Limited *

(A Sino-foreign investment joint stock company limited by shares incorporated in the People's Republic of China (the "PRC"))
(Stock Code: 1071)

ANNOUNCEMENT VOTING RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 30 JUNE 2015

An extraordinary general meeting (the "**EGM**") of Huadian Power International Corporation Limited* (the "**Company**") was held at 2:00 p.m. on 30 June 2015 at Huabin International Hotel, No.4 Xuanwumennei Street, Xicheng District, Beijing, the PRC. All the resolutions as set out in the notice of the EGM dated 15 May 2015 (the "**Notice of the EGM**") were duly passed at the EGM.

Reference is made to the circular of the Company dated 8 June 2015 (the "**Circular**") and the Notice of the EGM. Unless otherwise stated, terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the EGM was held at 2:00 p.m. on 30 June 2015 and all resolutions as set out in the Notice of the EGM were duly passed at the EGM. The convening of the EGM and the passing of all resolutions at the EGM were in compliance with the Company Law of the PRC and other relevant laws and regulations to the extent applicable and the requirements of the articles of association of the Company.

I. CONVENING AND ATTENDANCE OF THE EGM

(1) Convening of the EGM

- 1. Time:** 2:00 p.m. on 30 June 2015
- 2. Venue:** Huabin International Hotel, No.4 Xuanwumennei Street, Xicheng District, Beijing, the PRC
- 3. Voting:** Voting through physical attendance (including voting through proxies)

4. **Convener:** The Board
5. **Chairman:** Chen Jianhua (Vice Chairman, Non-executive Director)

(2) Attendance of the EGM

In respect of the resolutions put forward for voting at the EGM, the total number of shares carrying voting rights of the Company (the “**Shares**”) entitling the Shareholders to attend and vote on the resolutions at the EGM was 4,400,365,947 Shares. China Huadian, which held 4,321,061,853 issued A Shares, representing approximately 49.06% of the Company’s total issued share capital as at the date of the EGM, and its wholly-owned subsidiary, China Huadian Hong Kong Company Limited (“**China Huadian Hong Kong**”), which held 85,862,000 issued H Shares, representing approximately 0.97% of the Company’s total issued share capital as at the date of the EGM, are required under the Hong Kong Listing Rules to abstain from voting, and did so abstain at the EGM from voting, on those resolutions.

Save as mentioned above, there was no Share entitling the Shareholders to attend but abstain from voting in favour of any of the resolutions at the EGM as set out in Rule 13.40 of the Hong Kong Listing Rules.

Each resolution proposed for approval at the EGM was taken by poll.

II. CONSIDERATION OF RESOLUTIONS AND POLL RESULTS

The following resolutions were considered and passed at the EGM by poll:

ORDINARY RESOLUTIONS

1. **To consider and approve the entering into by the Company of the acquisition agreement dated 15 May 2015 in relation to its proposed acquisition of equity interest in Hubei Power Generation (“Acquisition Agreement”) with China Huadian and the Acquisition and the transactions contemplated thereunder; and to authorise the general manager of the Company or his authorised person(s) to make amendments to the Acquisition Agreement and/or do such acts and things as they consider necessary or desirable in connection with the Acquisition Agreement and/or the Acquisition.**

This resolution was passed at the EGM.

Votes cast in favour of the resolution represent 1,809,538,366 Shares; votes cast against the resolution represent 6,000 Shares; and voluntarily-abstained votes represent 0 Shares. Votes cast in favour of the resolution represent 99.999668% of the total number of Shares held by the Shareholders present at the EGM and entitled to vote in respect of the resolution.

2. **To consider and approve the entering into by the Company of the Supplemental Agreement to Financial Services Agreement with Huadian Finance and the continuing connected transactions contemplated thereunder together with the Cap Increment as a result of the entering into of the Acquisition Agreement; and to authorise the general manager of the Company or his authorised person(s) to**

make amendments to the Supplemental Agreement to Financial Services Agreement and/or do such acts and things as they consider necessary or desirable in connection with the Supplemental Agreement to Financial Services Agreement and/or the transactions contemplated thereunder.

This resolution was passed at the EGM.

Votes cast in favour of the resolution represent 1,080,160,680 Shares; votes cast against the resolution represent 728,373,686 Shares; and voluntarily-abstained votes represent 1,010,000 Shares. Votes cast in favour of the resolution represent 59.692412% of the total number of Shares held by the Shareholders present at the EGM and entitled to vote in respect of the resolution.

III. SCRUTINEER AND PRC LAWYERS

Hong Kong Registrars Limited, the H Share Registrar of the Company, have acted as the scrutineer and compared the poll results summary to the poll forms collected by the Company.

Haiwen & Partners, the legal advisers to the Company on PRC laws, attended the EGM and issued a legal opinion concluding that the convening of and the procedures for holding the EGM, the eligibility of the persons who attended the EGM and the voting procedures therefor were in compliance with the relevant laws, rules and regulations in the PRC and the articles of association of the Company.

By order of the Board

Huadian Power International Corporation Limited*

Zhou Lianqing

Secretary to Board

As at the date of this announcement, the Board comprises:

Li Qingkui (Chairman, Non-executive Director), Chen Jianhua (Vice Chairman, Non-executive Director), Wang Yingli (Vice Chairman, Non-executive Director), Chen Bin (Executive Director), Geng Yuanzhu (Executive Director), Gou Wei (Non-executive Director), Chu Yu (Non-executive Director), Zhang Ke (Non-executive Director), Ding Huiping (Independent Non-executive Director), Wang Dashu (Independent Non-executive Director), Wei Jian (Independent Non-executive Director) and Zong Wenlong (Independent Non-executive Director).

Beijing, the PRC

30 June 2015

**For identification purposes only*