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華電福新能源股份有限公司
HUADIAN FUXIN ENERGY CORPORATION LIMITED

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

(Stock Code: 00816)

**ANNOUNCEMENT
POLL RESULTS OF THE 2015 ANNUAL GENERAL MEETING
HELD ON 28 JUNE 2016**

**DISTRIBUTION OF FINAL DIVIDEND
CHANGES OF DIRECTORS AND MEMBER OF REMUNERATION
AND ASSESSMENT COMMITTEE**

The board of directors of the Company (the “**Board**”) is pleased to announce that the 2015 annual general meeting (the “**AGM**”) was held in Beijing on Tuesday, 28 June 2016 and the resolutions set out below were duly passed by way of poll.

References are made to the AGM circular (the “**Circular**”) of Huadian Fuxin Energy Corporation Limited (the “**Company**”) dated 7 June 2016. Unless otherwise defined herein, terms used in this announcement shall have the same meanings as defined in the Circular.

The Board is pleased to announce that the AGM of the Company was held at 9:00 a.m. on Tuesday, 28 June 2016 at the Conference Room, 5/F, Huabin International Hotel Beijing, No. 4 Xuanwumennei Street, Xicheng District, Beijing, the People’s Republic of China (the “**PRC**”).

As at the date of the AGM, the issued share capital of the Company was 8,407,961,520 Shares and China Huadian Corporation (the “**Huadian**”), the controlling shareholder of the Company, directly holds 5,008,785,336 Shares of the equity interests in the Company and indirectly holds 268,122,302 Shares of the equity interests through its various subsidiaries, representing 62.76% of the total share capital. As required under the Listing Rules, Huadian and its associates were required to abstain and did abstain from voting for the resolution numbered 9 proposed at the AGM. Accordingly, the total number of issued Shares entitling the holders to vote for or against the resolution numbered 9 proposed at the AGM was 3,131,053,882 Shares. As Huadian and its associates were not required to abstain from voting for the resolutions numbered 1 to 8 and 10 to 12 proposed at the AGM, the total number of issued Shares entitling the holders to vote for or against the resolutions numbered 1 to 8 and 10 to 12 was 8,407,961,520 Shares. There were no shares of the Company entitling the holders to attend and vote only against the resolutions proposed at the AGM and there were no restrictions on any shareholder casting votes on the resolutions proposed at the AGM. No party has stated its intention to vote against the resolutions proposed at the AGM. Save as Huadian and its associates who were required to abstain from voting for the resolution numbered 9 proposed at the AGM, no party has stated its intention to abstain from voting.

Shareholders or their proxies representing 6,814,172,221 Shares with voting rights in the Company, representing approximately 81.04% of the total issued share capital of the Company as at the date of the AGM, attended the AGM.

The AGM was legally and validly convened in compliance with the requirements of the Company Law of the PRC and the Articles of Association of the Company. The AGM was chaired by Mr. Fang Zheng, the Executive Director and Chairman of the Board.

At the AGM, the following resolutions were considered and approved by way of poll, and the poll results of the votes are as follows:

Ordinary Resolutions		Number of votes cast and percentage of total number of votes cast	
		For	Against
1.	To consider and approve the report of the Board for the year 2015.	6,814,172,221 100%	0 0%
2.	To consider and approve the work report of the board of supervisors for the year 2015.	6,814,172,221 100%	0 0%
3.	To consider and approve the final financial report of the Company for the year 2015.	6,814,172,221 100%	0 0%
4.	To consider and approve the independent auditor's report and the Company's audited financial statements for the year 2015.	6,814,172,221 100%	0 0%
5.	To consider and approve the Company's profit distribution plan for the year 2015.	6,602,833,762 96.898545%	211,338,459 3.101455%
6.	To consider and approve the re-appointment of KPMG as the Company's international auditor to hold office until the conclusion of the annual general meeting to be held in 2017 and to authorize the Board and authorized person to determine its remuneration.	6,814,172,221 100%	0 0%
7.	To consider and approve the remuneration plan for the Company's directors (the "Directors") and supervisors (the "Supervisors") for the year ended 31 December 2015.	6,814,172,221 100%	0 0%
8.	(a) To consider and approve the appointment of Mr. Shu Fuping as the executive director;	6,804,838,221 99.863021%	9,334,000 0.136979%
	(b) To consider and approve the appointment of Mr. Yang Qingting as the non-executive director;	6,804,838,221 99.863021%	9,334,000 0.136979%
	(c) To consider and authorize the remuneration and assessment committee of the Board to determine, upon the candidates for the proposed Directors being approved at the AGM, the remuneration of the proposed Directors according to the remuneration plan for Directors and Supervisors to be approved at the annual general meeting of the Company; and	6,814,172,221 100%	0 0%

Ordinary Resolutions		Number of votes cast and percentage of total number of votes cast	
		For	Against
	(d) To consider and authorize the chairman of the Board or any other executive Director to enter into a service contract with the proposed Directors being approved at the AGM and handle all other relevant matters on behalf of the Company upon the candidates for the proposed Directors being approved at the AGM.	6,814,172,221 100%	0 0%
9.	To consider and approve the entering into of and the connected transactions under the Deposit Service Agreement from 2017 to 2019 (including the annual caps therein).	1,081,395,542 70.345440%	455,869,041 29.654560%
Special Resolutions		For	Against
10.	To consider and approve the amendments of relevant articles on the name of shareholder under the Articles of Association.	6,814,172,221 100%	0 0%
11.	To consider and approve the granting of a general mandate to issue the debt financing instruments proposed to be issued by the Company, while the outstanding balance of all categories of bonds to be issued shall not exceed RMB20 billion in aggregate.	6,749,241,586 99.047124%	64,930,635 0.952876%
12.	To consider and approve the granting of a general mandate to the directors to exercise the power of the Company to issue, allot and deal with the additional domestic shares (“ Domestic Shares ”) and H shares (“ H Shares ”) not exceeding 20% of the aggregate nominal values of the Domestic Shares and H Shares respectively in issue as at the date of passing of the resolution in relation to the general mandate.	5,960,523,367 87.546092%	847,916,854 12.453908%

As the above resolutions numbered 1 to 9 were passed by more than half of the votes, these resolutions were duly passed as ordinary resolutions. As the above resolutions numbered 10 to 12 was passed by more than two-thirds of the votes, these resolutions were duly passed as special resolutions.

Save as the above resolutions numbered 1 to 12, the Company has not received any proposal put forward by any shareholder(s) representing 3% or more of the Company’s shares with voting rights.

In compliance with the requirements of the Listing Rules, Computershare Hong Kong Investor Services Limited, the Company’s H share registrar, acted as scrutineer for the vote-taking at the AGM.

DISTRIBUTION OF FINAL DIVIDEND

As approved by the Shareholders at the AGM, the Board is pleased to announce the following details in respect of the distribution of final dividend for the year ended 31 December 2015 to Shareholders of the Company:

The Company will distribute a final cash dividend of RMB0.403 per 10 Shares (tax inclusive) for the year ended 31 December 2015 amounting to RMB338.84 million on or before 15 August 2016 to shareholders whose names appear on the register of members of the Company on Monday, 11 July 2016. 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 dividend paid in Hong Kong dollars is calculated according to the average closing exchange rate of relevant foreign currency against RMB as quoted by the People's Bank of China for the five business days prior to the date of AGM (i.e. RMB0.8509 to HK\$1), being a cash dividend of HK\$0.474 per 10 Shares (tax inclusive).

CHANGES OF DIRECTORS AND MEMBER OF REMUNERATION AND ASSESSMENT COMMITTEE

Reference is made to the announcement of the Company dated 27 January 2016. The Board announces that Mr. Jiang Bingsi's resignation as the executive director and a member of the remuneration and assessment committee of the Board became effective on 28 June 2016.

The Board further announces that the appointments of Mr. Shu Fuping and Mr. Yang Qingting as executive director and non-executive director respectively were approved by the Shareholders by ordinary resolutions at the AGM. At the same time, Mr. Shu Fuping has been approved and appointed by the Board of the Company to be a member of the remuneration and assessment committee of the Board. Their biographies and other relevant information were set out in the Circular of the Company dated 7 June 2016 and there has been no change of such information as at the date of this announcement.

By Order of the Board
Huadian Fuxin Energy Corporation Limited
FANG Zheng
Chairman of the Board

Beijing, the PRC, 28 June 2016

As at the date of this announcement, the executive Directors are Mr. FANG Zheng, Mr. SHU Fuping and Mr. LI Lixin; the non-executive Directors are Mr. YANG Qingting, Mr. TAO Yunpeng and Mr. ZONG Xiaolei; and the independent non-executive Directors are Mr. ZHOU Xiaoqian, Mr. ZHANG Bai and Mr. TAO Zhigang.