

*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.*



**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)**

**FURTHER ANNOUNCEMENT**  
**MAJOR AND CONNECTED TRANSACTIONS:**  
**(1) CAPITAL INCREASE IN FUXIN DEVELOPMENT;**  
**(2) DISPOSALS OF NEW ENERGY ASSETS AND EQUITY; AND**  
**(3) ACQUISITIONS OF HUNAN AREA COMPANIES**

Reference is made to the announcement (the "**Announcement**") of Huadian Power International Corporation Limited\* (the "**Company**") dated 24 May 2021 in relation to, among other things, the major and connected transactions under the Capital Increase Agreement, the Assets and Equity Disposal Agreements as well as the Equity Acquisition Agreements. Unless otherwise stated, terms used in this announcement shall have the same meanings as those defined in the Announcement.

As disclosed in the Announcement, as the assets valuation reports of certain New Energy Companies and certain New Energy Assets and Equity were prepared by the valuers using the income approach, the calculations of the appraised value as set out in such assets valuation reports are deemed as profit forecasts under Rule 14.61 of the Hong Kong Listing Rules.

BDO Limited, the reporting accountant of the Company, has reviewed the arithmetical accuracy of the relevant forecasts calculated by using income approach in the valuation (without involving the reasonableness of the accounting policies and assumptions adopted). The Board has confirmed that the profit forecasts (including the assumptions) as set out in the asset valuation reports are made after due and careful enquiry. Letters from BDO Limited and the Board are set out in Appendix I and Appendix II of this announcement respectively.

The qualification of the expert who has given its conclusion or opinions included in this announcement is set out below:

<b>Name</b>	<b>Qualification</b>	<b>Date of Conclusion or Opinions</b>
BDO Limited	Certified Public Accountant	4 June 2021

As at the date of this announcement, so far as the Directors are aware, the aforesaid expert is not beneficially interested in any share capital of any member of the Group nor did it have any right (whether legally enforceable or not) to subscribe for or to nominate others to subscribe for any shares, convertible securities, warrants, options or derivative securities which carry voting rights in any member of the Group.

The aforesaid expert has given and has not withdrawn its written consent to the publication of this announcement with the inclusion herein of its letter or report and/or references to its name.

By order of the Board  
**Huadian Power International Corporation Limited**  
**Zhang Gelin**  
*Secretary to the Board*

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

*Ding Huande (Chairman, Executive Director), Ni Shoumin (Vice Chairman, Non-executive Director), Peng Xingyu (Non-executive Director), Luo Xiaoqian (Executive Director), Zhang Zhiqiang (Non-executive Director), Li Pengyun (Non-executive Director), Wang Xiaobo (Non-executive Director), Feng Rong (Executive Director), Wang Dashu (Independent Non-executive Director), Zong Wenlong (Independent Non-executive Director), Feng Zhenping (Independent Non-executive Director) and Li Xingchun (Independent Non-executive Director).*

Beijing, the PRC

4 June 2021

*\* For identification purpose only*

**APPENDIX I - INDEPENDENT ASSURANCE REPORT ON THE ARITHMETICAL ACCURACY OF THE CALCULATIONS OF THE DISCOUNTED FUTURE CASH FLOWS IN CONNECTION WITH THE VALUATION OF CERTAIN ASSETS AND EQUITY INTERESTS HELD BY THE COMPANY OR ITS SUBSIDIARIES (THE “DISPOSAL GROUP”) AND OF HUADIAN FUXIN ENERGY DEVELOPMENT COMPANY LIMITED AND ITS SUBSIDIARIES BEFORE THE PROPOSED MAJOR AND CONNECTED TRANSACTIONS (THE “FUXIN DEVELOPMENT GROUP”)**

---

**To the Board of Directors of Huadian Power International Corporation Limited (the “Company”)**

We refer to the discounted future cash flows on which the valuation as set out in appendix to this report (the “Valuation”) with respect to the valuation of the Disposal Group and the Fuxin Development Group as at 31 December 2020 is based. The Valuation is prepared based in part on discounted future cash flows and is regarded as a profit forecast under paragraph 14.61 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

**Directors’ Responsibility for the Discounted Future Cash Flows**

The directors of the Company (the “Directors”) are solely responsible for the preparation of the discounted future cash flows in accordance with the bases and assumptions adopted by the Directors and set out in the Valuation. This responsibility includes carrying out appropriate procedures relevant to the preparation of the discounted future cash flows for the Valuation and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

**Our Independence and Quality Control**

We have complied with the independence and other ethical requirements of the Code of Ethics for Professional Accountants issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”), which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour.

Our firm applies Hong Kong Standard on Quality Control 1 “Quality Control for Firms that Perform Audits and Reviews of Financial Statements, and Other Assurance and Related Services Engagements”, and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

**Reporting Accountants’ Responsibility**

It is our responsibility to form a conclusion, based on our work on the arithmetical accuracy of the calculations of the discounted future cash flows on which the Valuation is based, and to report, as required by paragraph 14.62(2) of the Listing Rules, on the arithmetical accuracy of the calculations of the discounted future cash flows used in the Valuation. The discounted future cash flows do not involve the adoption of accounting policies.

We conducted our work in accordance with the terms of our engagement and Hong Kong Standard on Assurance Engagements 3000 (Revised) “Assurance Engagements Other Than Audits or Reviews of Historical Financial Information” issued by the HKICPA. This standard requires that we plan and perform our work to obtain reasonable assurance as to whether, so far as the arithmetical accuracy of the calculations are concerned, the Directors have properly compiled the discounted future cash flows in accordance with the bases and assumptions as set out in the Valuation. We performed procedures on the arithmetical accuracy and compilation of the discounted future cash flows in accordance with the bases and assumptions. Our work is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing issued by the HKICPA. Accordingly, we do not express an audit opinion.

### **Conclusion**

In our opinion, so far as the arithmetical accuracy of the calculations is concerned, the discounted future cash flows have been properly compiled in accordance with the bases and assumptions adopted by the Directors as set out in the Valuation.

### **Other Matters**

Without modifying our opinion, we draw your attention that we are not reporting on the appropriateness and validity of the bases and assumptions on which the discounted future cash flows are based and our work does not constitute any valuation of the Disposal Group and the Fuxin Development Group or an expression of an audit or review opinion on the Valuation.

The discounted future cash flows depend on future events and on a number of assumptions which cannot be confirmed and verified in the same way as past results and not all of which may remain valid throughout the period. Our work has been undertaken for the purpose of reporting solely to you under paragraph 14.62(2) of the Listing Rules and for no other purpose. We accept no responsibility to any other person in respect of, arising out of or in connection with our work.

BDO Limited  
Certified Public Accountants  
Hong Kong, 4 June 2021

## Appendix

### A. List of valuation of equity interests held by the Company and its subsidiaries (the “Group”) as at 31 December 2020 determined by applying the income approach

No.	Company	Valuer	Valuation report date
1	Huadian Huzhou New Energy Power Generation Company Limited	China Enterprise Appraisals Co., Ltd	30 April 2021
2	Huadian Ningbo New Energy Power Generation Company Limited	China Enterprise Appraisals Co., Ltd	30 April 2021
3	Huadian Henan New Energy Power Generation Company Limited	China Enterprise Appraisals Co., Ltd	30 April 2021
4	Huadian Taiqian Photovoltaic Power Generation Company Limited	China Enterprise Appraisals Co., Ltd	30 April 2021
5	Huadian Laizhou Wind Power Company Limited	China Enterprise Appraisals Co., Ltd	30 April 2021
6	Huadian Laizhou Wind Power Generation Company Limited	China Enterprise Appraisals Co., Ltd	30 April 2021
7	Huadian Laizhou Wind Energy Power Company Limited	China Enterprise Appraisals Co., Ltd	30 April 2021
8	Huadian Longkou Wind Power Company Limited	China Enterprise Appraisals Co., Ltd	30 April 2021
9	Longkou Dongyi Wind Power Company Limited	China Enterprise Appraisals Co., Ltd	30 April 2021
10	Huadian Shandong New Energy Generation Company Limited	China Enterprise Appraisals Co., Ltd	30 April 2021
11	Huadian Xuwen Wind Power Company Limited	China Enterprise Appraisals Co., Ltd	30 April 2021
12	Huadian Xiaxian Wind Power Company Limited	Yinxin Appraisal Co., Ltd	30 April 2021
13	Shanxi Huadian Pinglu New Energy Company Limited	Yinxin Appraisal Co., Ltd	30 April 2021
14	Shanxi Huadian Ying County New Energy Company Limited	Yinxin Appraisal Co., Ltd	30 April 2021

## Appendix - Continued

### A. List of valuation of equity interests held by the Group as at 31 December 2020 determined by applying the income approach - Continued

No.	Company	Valuer	Valuation report date
15	Zezhou County Huadian Wind Power Company Limited	Yinxin Appraisal Co., Ltd	30 April 2021
16	Shaanxi Huadian Xunyi Wind Power Company Limited	Yinxin Appraisal Co., Ltd	30 April 2021
17	Hebei Huadian Guyuan Wind Power Company Limited	China United Assets Appraisal Group Co., Ltd.	30 April 2021
18	Hebei Huadian Kangbao Wind Power Company Limited	China United Assets Appraisal Group Co., Ltd.	30 April 2021
19	Huadian Zhangjiakou Saibei New Energy Generation Company Limited	China United Assets Appraisal Group Co., Ltd.	30 April 2021
20	Huadian Power International Ningxia New Energy Power Company Limited	China United Assets Appraisal Group Co., Ltd.	30 April 2021
21	Huadian Ningxia Ningdong Shangde Solar Power Generation Company Limited	China United Assets Appraisal Group Co., Ltd.	30 April 2021
22	Huadian Kezuozhongqi Wind Power Company Limited	China United Assets Appraisal Group Co., Ltd.	30 April 2021
23	Huadian Wengniuteqi Wind Power Company Limited	China United Assets Appraisal Group Co., Ltd.	30 April 2021

## Appendix - Continued

### B. List of valuation of assets and equity interests held by the Group as at 31 December 2020 determined by applying the income approach

No.	Company	Valuer	Valuation scope	Valuation report date
1	Hangzhou Huadian Banshan Power Generation Company Limited	China Enterprise Appraisals Co., Ltd	Assets group of distributed photovoltaic projects on the roof	30 April 2021
2	Huadian Zhejiang Longyou Thermal Company Limited	China Enterprise Appraisals Co., Ltd	Assets group of distributed photovoltaic projects on the roof	30 April 2021
3	Wuhan Photovoltaic Power Generation Branch of Huadian Hubei Power Generation Company Limited	Yinxin Appraisal Co., Ltd	100% equity interests	30 April 2021
4	Huangshi Photovoltaic Power Generation Branch of Huadian Hubei Power Generation Company Limited	Yinxin Appraisal Co., Ltd	100% equity interests	30 April 2021
5	Zanhuang New Energy Branch of Hebei Huadian Complex Pumping-storage Hydropower Company Limited	China Alliance Appraisal Co., Ltd.	Assets and liabilities of Zanhuang Branch	30 April 2021
6	Hubei Huadian Suixian Yindian Photovoltaic Power Generation Company Limited	Yinxin Appraisal Co., Ltd	100% equity interests	30 April 2021
7	Hubei Huadian Wuxue New Energy Company Limited	Yinxin Appraisal Co., Ltd	100% equity interests	30 April 2021
8	Hubei Huadian Zaoyang Photovoltaic Power Generation Company Limited	Yinxin Appraisal Co., Ltd	100% equity interests	30 April 2021
9	Hebei Huadian Yuzhou Wind Power Company Limited	China Alliance Appraisal Co., Ltd.	100% equity interests	30 April 2021
10	Lechang Wind Power Branch of Shaoguan City Pingshi Electric Power Plant Company Limited (Plant B)	China Enterprise Appraisals Co., Ltd	100% equity interests	30 April 2021

**Appendix - Continued**

**C. List of valuation of the Fuxin Development Group as at 31 December 2020  
determined by applying the income approach**

<b>No.</b>	<b>Company</b>	<b>Valuer</b>	<b>Valuation report date</b>
1	Huadian Fuxin Energy Development Company Limited and its subsidiaries	China United Assets Appraisal Group Co., Ltd.	30 April 2021



## **APPENDIX II- LETTER FROM THE BOARD ON PROFIT FORECASTS**

To: Listing Division  
The Stock Exchange of Hong Kong Limited  
12/F, Two Exchange Square  
8 Connaught Place, Central,  
Hong Kong

Dear Sir / Madam,

Company: Huadian Power International Corporation Limited\* (the “**Company**”)

Re: Profit forecasts – Confirmation letter under the requirements of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Hong Kong Listing Rules**”)

Reference is made to the announcement of the Company dated 24 May 2021 in relation to, among other things, the asset valuation reports (the “**Valuation Reports**”) on Fuxin Development Group, certain New Energy Companies and certain New Energy Assets and Equity prepared by CEA, China Alliance, China Appraisal and Yinxin Appraisal (the “**Valuers**”) using the income approach.

The board of directors (the “**Board**”) of the Company has reviewed and discussed the basis and assumptions of the valuation with the Valuers. The Board has also considered the report issued by BDO Limited, the reporting accountant of the Company, on the arithmetical accuracy of the profit forecasts contained in the Valuation Reports.

Pursuant to the requirements of the Hong Kong Listing Rules, the Board has confirmed that the profit forecasts used in the Valuation Reports have been made after due and careful enquiry.

**The Board of Huadian Power International Corporation Limited\***

4 June 2021

*\* For identification purpose only*