

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.



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)

NOTICE OF 2023 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2023 first extraordinary general meeting (the “**EGM**”) of Datang International Power Generation Co., Ltd. (the “**Company**”) will be held at 1616 Conference Room, Datang International Power Generation Co., Ltd., No. 9 Guangningbo Street, Xicheng District, Beijing, the People’s Republic of China (the “**PRC**”) at 9:30 a.m. on 21 February 2023 (Tuesday) to consider and, if thought fit, pass the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the Resolution on the Election of a Director of the Company
 - 1.1 Mr. Tian Dan serves as a non-executive Director of the eleventh session of the Board of the Company (*Note 1*)
2. To consider and approve the Resolution on the Election of an Independent Non-executive Director of the Company
 - 2.1 Mr. Zhu Dahong serves as an independent non-executive Director of the eleventh session of the Board of the Company (*Note 2*)

CLOSURE OF THE REGISTER OF MEMBERS OF THE COMPANY

Holders of H shares of the Company (the “**H Shareholders**”) should note that, pursuant to the Articles of Association of the Company (the “**Articles of Association**”), the register of members of the Company will be closed from 15 February 2023 (Wednesday) to 21 February 2023 (Tuesday) (both dates inclusive), during which period no transfer of any H shares of the Company will be

registered. H Shareholders whose names appear on the register of members of the Company on 15 February 2023 (Wednesday) are entitled to attend and vote at the EGM. In order to be entitled to the attendance of the EGM, H Shareholders are required to deliver the transfer document together with the relevant share certificates to the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong at or before 4:30 p.m. on 14 February 2023 (Tuesday).

By order of the Board
Sun Yanwen
Joint Company Secretary

Beijing, the PRC
31 January 2023

Notes:

1. For details of the election of the Director, please refer to the announcement dated 22 December 2022 of the Company in relation to the resolutions of the Board and the proposed adjustment to the Director of the Company.

Mr. Liu Jianlong will cease to serve as a Director of the Company due to work adjustment, with effect from the date when the newly-appointed Director is considered and approved at the EGM. Mr. Liu Jianlong has confirmed that he has no disagreement with the Board of the Company and there is no matter that needs to be brought to the attention of the shareholders of the Company, the Shanghai Stock Exchange and the Hong Kong Stock Exchange.

The biographical details of Mr. Tian Dan are as follows:

Mr. Tian Dan, aged 57, holds a bachelor's degree. He is a member of the Communist Party of China and a principal senior engineer. He served as positions such as an engineer of the Thermal Power Simulation Training Center of Shanxi Electric Power Company (山西省電力公司); an engineer of the Engineering and Technology Department, manager of the Production Preparation Department, manager of the Power Generation Department, deputy chief engineer, deputy general manager, general manager and secretary of the Party Committee of Yangcheng International Power Generation Co., Ltd. (陽城國際發電有限責任公司); the secretary of the Communist Party Committee and general manager of the Chongqing Branch of Datang International Power Generation Co., Ltd. (大唐國際發電股份有限公司重慶分公司); the general manager and deputy secretary of the Party Committee of Chongqing Yuneng Industry (Group) Co., Ltd. (重慶渝能產業(集團)有限責任公司); the general manager, chairman and secretary of the Party Committee of the Ningxia branch of China Datang Corporation Ltd. (中國大唐集團有限公司寧夏分公司); the chairman and secretary of the Party Committee of China Datang Corporation Xiongan Energy Co., Ltd. (中國大唐集團雄安能源有限公司); and the secretary of the Party Committee and general manager of Datang Environment Industry Group Co., Ltd. (大唐環境產業集團股份有限公司) (1272.HK). He is currently a full-time director of China Datang Corporation Ltd.

If elected, Mr. Tian Dan's term of office will commence from the date of approval by the shareholders of the Company at the EGM until the date of conclusion of the term of office of the eleventh session of the Board (i.e. 28 June 2025). Mr. Tian Dan will not receive any Director remuneration from the Company.

As at the date of this notice, Mr. Tian Dan does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and is not subject to any public disciplinary actions or sanctions by statutory and regulatory authorities.

As at the date of this notice, save as disclosed above, Mr. Tian Dan (i) has not hold any directorship in any other public companies listed on securities market in Hong Kong or overseas in the past three years; and (ii) does not have any relationship with any Directors, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company.

Save as disclosed above, there are no other matters concerning the proposed appointment of Mr. Tian Dan that need to be brought to the attention of the shareholders of the Company and the Hong Kong Stock Exchange, and there are no other matters that need to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

2. For details on the election of the independent non-executive Director, please refer to the announcements of the Company dated 22 December 2022 and 28 December 2022 in relation to the resolutions of the Board, the proposed adjustment to the independent non-executive Director of the Company and the expiry of the term of an independent non-executive Director, respectively.

Mr. Liu Jizhen has served as an independent non-executive Director of the Company for six consecutive years from 29 December 2016 to 28 December 2022. According to the relevant provisions of the Rules for Independent Directors of Listed Companies, the Rules Governing the Listing of Stocks on the Shanghai Stock Exchange, the Self-regulatory Guideline No. 1 for Companies Listed on the Shanghai Stock Exchange – Standardised Operation and the Articles of Association, Mr. Liu Jizhen will cease to serve as an independent non-executive Director of the Company due to expiry of his term of office. His term of office shall expire on the date when the newly-appointed independent non-executive Director is considered and approved at the EGM. Mr. Liu Jizhen has confirmed that he had no disagreements with the Board and there are no matters need to be brought to the attention of the shareholders of the Company, the Shanghai Stock Exchange and the Hong Kong Stock Exchange.

The biographical details of Mr. Zhu Dahong are set out as follows:

Mr. Zhu Dahong, aged 62, holds a bachelor's degree. He is a member of the Communist Party of China, a professional senior engineer and the National Registered Public Facilities Engineer (power). He is awarded the title of "Master of Electric Power Survey and Design" by China Electric Power Planning & Engineering Association. He served as positions such as an assistant professor of Tsinghua University; chief designer, section chief, division chief, deputy chief engineer, chief engineer and deputy general manager of thermal machine major of North China Power Engineering Institute (華北電力設計院); and the vice president and deputy director of the Expert Committee of North China Power Engineering Co., Ltd. of China Power Engineering Consulting Group (中國電力工程顧問集團華北電力設計院有限公司).

If elected, Mr. Zhu Dahong's term of office will commence from the date of approval by the shareholders of the Company at the EGM until the date of conclusion of the term of office of the eleventh session of the Board (i.e. 28 June 2025). Mr. Zhu Dahong will receive an annual allowance of RMB100,000 (after tax) from the Company.

As at the date of this notice, Mr. Zhu Dahong does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and is not subject to any public disciplinary actions or sanctions by statutory and regulatory authorities.

As at the date of this notice, save as disclosed above, Mr. Zhu Dahong (i) has not hold any directorship in any other public companies listed on securities market in Hong Kong or overseas in the past three years; and (ii) does not have any relationship with any Directors, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company.

The nomination of Mr. Zhu Dahong was considered and approved by the nomination committee of the Board (the “**Nomination Committee**”). Upon receiving the controlling shareholder’s recommendation in respect of the candidate for the independent non-executive Director, the Nomination Committee, having reviewed the composition of the Board as well as the background, skill, knowledge and experience of Mr. Zhu Dahong, nominated Mr. Zhu Dahong to the Board for it to propose to the shareholders to consider the election of the above candidate as an independent non-executive Director at the EGM.

When considering the nomination of candidate for the independent non-executive Director, the Nomination Committee took into account objective criteria, such as occupation, academic qualifications and work experience, etc. in accordance with the Board diversity policy of the Company. In addition, the Nomination Committee reviewed the qualifications, independence, knowledge on operation and management of listed companies and the records of disciplinary sanctions of the candidate in accordance with the relevant PRC laws and regulations and the Articles of Association. The Nomination Committee further reviewed the resume and the statement of the candidate for the independent non-executive Director provided by Mr. Zhu Dahong, and believed that he meets the independence criteria as set out in Rule 3.13 of the Listing Rules. Mr. Zhu Dahong has also passed the review by the Shanghai Stock Exchange. The Shanghai Stock Exchange did not raise any objections to the qualification and independence of the candidate for the independent non-executive Director.

The Board accepted the Nomination Committee’s nomination and recommended the shareholders of the Company to elect Mr. Zhu Dahong to serve as an independent non-executive Director at the EGM.

The Board is satisfied that Mr. Zhu Dahong possesses the integrity, honesty and experience as required to perform the role of an independent non-executive Director on an ongoing basis. In addition, considering Mr. Zhu Dahong’s long-standing involvement in the design and technological advancement of power generation engineering, it is believed that his extensive qualifications and experience in those fields can provide valuable insights and contribute to the diversity of the Board.

Mr. Zhu Dahong doesn’t hold seven or more directorships in listed companies, thus he can devote sufficient time and attention to the Company’s affairs. In view of the above, the Board considers that the appointment of Mr. Zhu Dahong as the independent non-executive Director is in the interests of the Company and its shareholders as a whole.

Save as disclosed above, there are no other matters concerning the proposed appointment of Mr. Zhu Dahong that need to be brought to the attention of the shareholders of the Company and the Hong Kong Stock Exchange, and there are no other matters that need to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

3. Other Matters

- (1) Each of the H Shareholders entitled to attend and vote at the EGM, is entitled to appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a shareholder of the Company.
- (2) If the H Shareholders have appointed more than one proxy to attend the EGM, the proxies can only exercise their voting rights by way of poll.
- (3) To be valid, the H Shareholders must deliver the proxy form, and if such proxy form is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority, a notarized copy of that power of attorney or other authority, to the Company's H share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, in not less than 24 hours before the time scheduled for holding the EGM.
- (4) The above resolutions No. 1 and No. 2 shall adopt the method of cumulative voting respectively, i.e., the number of votes carried by each share held by the shareholders shall be equal to the number of positions and the shareholders may concentrate their entitled votes when voting. In particular: (1) each shareholder shall be entitled to such number of votes as shall be equal to the number of shares held by him/her multiplied by the total number of non-executive Directors upon whom he/she can vote, when electing non-executive Directors. Such votes may only be voted for the candidates of the non-executive Directors of the Company. If the total votes cast for a candidate of non-executive Director are more than half of the total number of shares with voting rights from the shareholders attending the EGM (on the basis of non-cumulative number of shares), he/she will be deemed as elected; and (2) each shareholder shall be entitled to such number of votes as shall be equal to the number of shares held by him/her multiplied by the total number of independent non-executive Directors upon whom he/she can vote, when electing independent non-executive Directors. Such votes may only be voted for the candidates of the independent non-executive Directors of the Company. If the total votes cast for a candidate of independent non-executive Director are more than half of the total number of shares with voting rights from the shareholders attending the EGM (on the basis of non-cumulative number of shares), he/she will be deemed as elected.
- (5) The EGM (onsite meeting) is expected to last for one hour. Shareholders and their proxies attending the EGM shall be responsible for their own travel and accommodation expenses. Shareholders who wish to attend the EGM are recommended to give priority to exercising the shareholders' voting rights by appointing the Chairman of the meeting to vote.

The Company's office address:

No. 9 Guangningbo Street, Xicheng District, Beijing, the PRC
Postcode: 100033
Telephone: (8610) 8800 8276
Fax: (8610) 8800 8264
Email: dtteam@dtpower.com

- (6) Unless otherwise defined, capitalised terms used in this notice shall have the same meanings as defined in the overseas regulatory announcement of the Company dated 22 December 2022 in relation to the resolutions of the Board.

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

Liang Yongpan, Ying Xuejun, Xiao Zheng, Li Jingfeng, Liu Jianlong, Zhu Shaowen, Cao Xin, Zhao Xianguo, Jin Shengxiang, Sun Yongxing, Liu Jizhen, Niu Dongxiao*, Zong Wenlong*, Si Fengqi*, Zhao Yi**

** Independent non-executive Director*