

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, 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 notice.



華能國際電力股份有限公司

HUANENG POWER INTERNATIONAL, INC.

(a Sino-foreign joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 902)

NOTICE OF 2023 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2023 first extraordinary general meeting (the “Extraordinary General Meeting” or “General Meeting”) of Huaneng Power International, Inc. (the “Company”) will be held at 9:00 a.m. on 5 December 2023 at Conference Room A102, the headquarters of the Company, Huaneng Building, 6 Fuxingmennei Street, Xicheng District, Beijing, the People’s Republic of China (the “PRC”) for the purposes of considering and approving the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the Proposal regarding the provision of counter-guarantee by Hainan Company to connected persons (*Note 1*);
2. To consider and approve the Proposal regarding the continuing connected transactions for 2024 between the Company and Huaneng Group (*Note 1*);
3. To consider and approve the Proposal on re-appointment of the accounting firms of the Company for 2024 (*Note 2*);
4. To consider and approve the Proposal on continuing connected transactions involved in the Similar REITs (Laiwu Power Generation Project) (*Note 3*); and
5. To consider and approve the Proposal on connected transaction of capital increase of Liaoning Qingneng Company (*Note 4*).

By Order of the Board
Huaneng Power International, Inc.
Huang Chaoquan
Company Secretary

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

Wang Kui (<i>Executive Director</i>)	Xu Mengzhou (<i>Independent Non-executive Director</i>)
Huang Jian (<i>Non-executive Director</i>)	Liu Jizhen (<i>Independent Non-executive Director</i>)
Lu Fei (<i>Non-executive Director</i>)	Xu Haifeng (<i>Independent Non-executive Director</i>)
Teng Yu (<i>Non-executive Director</i>)	Zhang Xianzhi (<i>Independent Non-executive Director</i>)
Mi Dabin (<i>Non-executive Director</i>)	Xia Qing (<i>Independent Non-executive Director</i>)
Cheng Heng (<i>Non-executive Director</i>)	
Li Haifeng (<i>Non-executive Director</i>)	
Lin Chong (<i>Non-executive Director</i>)	

Beijing, the PRC

20 October 2023

Notes:

1. Please refer to the Company's circular dated 20 October 2023 for further details.
2. The board of directors of the Company proposes to continue to appoint Ernst & Young Hua Ming LLP to be the Company's domestic auditors for 2024, and Ernst & Young to be the Company's Hong Kong auditors for 2024. The total remuneration for 2024 is RMB26.83 million, including internal control audit fees of RMB3.49 million, which shall be subject to appropriate adjustment according to the actual audit scope. Please refer to the Company's announcement dated 11 October 2023 regarding the Re-appointment of Accounting Firm and the Company's circular dated 20 October 2023 for further details.
3. Please refer to the Company's announcement dated 10 October 2023 and circular dated 20 October 2023 for further details.
4. Please refer to the Company's announcement dated 11 October 2023 and circular dated 20 October 2023 for further details.
5. **Proxy**
 - (1) A member eligible to attend and vote at the Extraordinary General Meeting is entitled to appoint, in written form, one or more proxies to attend and vote on his behalf. A proxy needs not be a shareholder.
 - (2) A proxy should be appointed by a written instrument signed by the appointor or its attorney duly authorised in writing. If the form of proxy is signed by the attorney of the appointor, the power of attorney authorising that attorney to sign or other authorisation document(s) shall be notarised.
 - (3) To be valid, the power of attorney or other authorisation document(s) which have been notarised together with the completed form of proxy must be delivered, in the case of holders of Domestic Shares, to the Company and, in the case of holders of H Shares, to Hong Kong Registrars Limited, not less than 24 hours before the time designated for holding the Extraordinary General Meeting.
 - (4) If more than one proxy is appointed by one shareholder, such proxies shall only exercise the right to vote by poll.

(5) The resolutions set out in this notice will be voted by poll.

6. Registration procedures for attending the Extraordinary General Meeting

- (1) A shareholder or his proxy shall produce proof of identity when attending the meeting. If a shareholder is a legal person, its legal representative or other persons authorised by the board of directors or other governing body of such shareholder may attend the Extraordinary General Meeting by producing a copy of the resolution of the board of directors or other governing body of such shareholder appointing such person(s) to attend the meeting.
- (2) Shareholders of H Shares intending to attend the Extraordinary General Meeting should return the reply slip for attending the Extraordinary General Meeting to the Company on or before 14 November 2023.
- (3) Shareholders may send the above-mentioned reply slip to the Company in person, by post or by fax.

7. Registration Matters for H Shareholders

In order to determine the shareholders of H shares who will be entitled to attend the Extraordinary General Meeting, the Company will suspend registration of transfer of H shares from 14 November 2023 to 5 December 2023 (both days inclusive).

In order to qualify to attend and vote at the Extraordinary General Meeting, non-registered share holders of H shares of the Company whose transfer documents have not been registered must deposit the transfer documents accompanied by relevant share certificates to the Company's H Share Registrar, Hong Kong Registrars Limited, at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by no later than 4:30 p.m. on 13 November 2023. Shareholders of H shares whose names are recorded in the register of members of the Company on 5 December 2023 are entitled to attend the Extraordinary General Meeting.

8. Other Businesses

- (1) Shareholders and their proxies who attend the meeting shall bear their own accommodation and travelling expenses.
- (2) The address of the Share Registrar for H Shares of the Company, Hong Kong Registrars Limited, is set out as follows:

1712-1716, 17/F, Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong

(3) Correspondence address of the Company:

Capital Market Department of
Huaneng Power International, Inc.
Huaneng Building,
6 Fuxingmennei Street,
Xicheng District, Beijing 100031,
The People's Republic of China

(4) Contact: Xie Meixin/Hu Boxuan

Telephone No: (+86)10-6322 6590/(+86)10-6322 6557

Email address: xiemx@hpi.com.cn/huboxuan@hpi.com.cn

(5) Time and dates in this notice are Hong Kong time and dates.

9. Special Notice

All shareholders attending the Extraordinary General Meeting are required to produce their identity and shareholder account cards. Proxies appointed by an individual shareholder is also required to produce the proxy forms and their identity cards for registration purpose. A copy of power of attorney is also required in case of proxy appointed by a corporate shareholder. Shareholders who cannot register physically due to their location may do so by mail or fax. Registration is not a prerequisite for a shareholder to attend the Extraordinary General Meeting in accordance with the law.