

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 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2023 annual general meeting (the “**Annual General Meeting**” or “**General Meeting**”) of Huaneng Power International, Inc. (the “**Company**”) will be held at 9:00 a.m. on 25 June 2024 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 working report from the Board of Directors of the Company for 2023
2. To consider and approve the working report from the Supervisory Committee of the Company for 2023
3. To consider and approve the audited financial statements of the Company for 2023
4. To consider and approve the profit distribution plan of the Company for 2023 (*Note 1*)

SPECIAL RESOLUTIONS

- 5.00 Proposals regarding the issue of short-term debentures and super short-term debentures by the Company
 - 5.01 To consider and approve the proposal regarding the issue of short-term debentures by the Company (*Note 2*)
 - 5.02 To consider and approve the proposal regarding the issue of super short-term debentures by the Company (*Note 2*)
6. To consider and approve the proposal regarding the granting of general mandate to issue domestic and/or overseas debt financing instruments (*Note 2*)

7. To consider and approve the proposal regarding the granting of general mandate to the Board of Directors to issue additional shares of the Company (*Note 2*)

ORDINARY RESOLUTION

8. To consider and approve the proposal on the provision of guarantee by Huaneng Shandong Power Generation Co., Ltd. for its subsidiary (*Note 2*)

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>)	Xia Qing (<i>Independent Non-executive Director</i>)
Wang Zhijie (<i>Executive Director</i>)	He Qiang (<i>Independent Non-executive Director</i>)
Huang Lixin (<i>Executive Director</i>)	Zhang Liying (<i>Independent Non-executive Director</i>)
Du Daming (<i>Non-executive Director</i>)	Zhang Shouwen (<i>Independent Non-executive Director</i>)
Zhou Yi (<i>Non-executive Director</i>)	Dang Ying (<i>Independent Non-executive Director</i>)
Li Lailong (<i>Non-executive Director</i>)	
Cao Xin (<i>Non-executive Director</i>)	
Li Haifeng (<i>Non-executive Director</i>)	
Ding Xuchun (<i>Non-executive Director</i>)	
Wang Jianfeng (<i>Non-executive Director</i>)	

Beijing, the PRC
11 May 2024

Notes:

1. The Profit Distribution Plan of the Company for 2023

The Company's proposed profit distribution plan for 2023 is a cash dividend of RMB0.20 (tax inclusive) for each ordinary share in the total share capital of the Company. The estimated total amount of cash to be paid as dividends shall be approximately RMB3,140 million (tax inclusive).

2. Please refer to the circular of the Company dated 11 May 2024 for details.

3. Proxy

- (1) A member eligible to attend and vote at the Annual 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 Annual 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.

4. Registration Procedures for Attending the Annual 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 Annual 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 Annual General Meeting should return the reply slip for attending the Annual General Meeting to the Company on or before 5 June 2024.
- (3) Shareholders may send the above-mentioned reply slip to the Company in person, by post or by fax.

5. Registration Matters for H Shareholders

1. Closure of Register of Members of H Shares for attending the Annual General Meeting

In order to determine the shareholders of H shares who will be entitled to attend the Annual General Meeting, the Company will suspend registration of transfer of H shares from 4 June 2024 to 25 June 2024 (both days inclusive).

In order to qualify to attend and vote at the Annual General Meeting, non-registered shareholders 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, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by no later than 4:30 p.m. on 3 June 2024. Shareholders of H shares whose names are recorded in the register of members of the Company on 4 June 2024 are entitled to attend the Annual General Meeting.

2. Closure of Register of Members for Payment of the Final Dividend for 2023

In order to determine the H Shareholders entitled to receive the 2023 final dividend, the Company will suspend registration of transfer of H Shares from 11 July 2024 to 16 July 2024 (both days inclusive).

Non-registered holders of H Shares of the Company who have not had their transfer documents registered must deposit the transfer documents accompanied by relevant share certificate(s) to the Company's H Share Registrar, Hong Kong Registrars Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by no later than 4:30 p.m. on 10 July 2024. The H Shareholders whose names are recorded in the register of members of the Company on 11 July 2021 are entitled to receive the final dividend for 2023.

6. Other Businesses

- (1) Shareholders and their proxies who attend the meeting shall bear their own accommodation and traveling 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, 17th Floor, 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.

7. Special Notice

All shareholders attending the Annual General Meeting are required to produce their identity and shareholder account cards. Proxies appointed by an individual shareholder are 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 Annual General Meeting in accordance with the law.