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## 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)**

## **ANNOUNCEMENT**

### **VOTING RESULTS OF ANNUAL GENERAL MEETING**

**HELD ON 17 JUNE 2024 AND**

### **DISTRIBUTION OF FINAL DIVIDEND**

An annual general meeting (the "AGM") of Huadian Power International Corporation Limited\* (the "Company") was held at 2:00 p.m. on Monday, 17 June 2024 at Jinan Yanzi Resort, No.14668 Jingshi Street, Lixia District, Jinan, Shandong Province, the PRC. All the resolutions as set out in the notice of the AGM of the Company dated 13 May 2024 (the "Notice of AGM") were duly passed at the AGM.

References are made to the Notice of AGM and the circular of AGM of the Company dated 13 May 2024 (the "Circular of AGM"). Unless otherwise stated, terms used in this announcement shall have the same meanings as those defined in the Notice of AGM and, the Circular of AGM.

The Board of the Company (the "Board") is pleased to announce that the AGM was held on Monday, 17 June 2024. All the resolutions as set out in the Notice of AGM were duly passed at the AGM. The convening of the AGM and the passing of all resolutions at the AGM were in compliance with the Company Law, the relevant laws and regulations of the PRC, and the requirements of the Articles of Association of the Company (the "Articles of Association").

## **I. CONVENING AND ATTENDANCE OF THE AGM**

### **(1) Convening of the AGM**

- 1. Time:** 2:00 p.m. on Monday, 17 June 2024
- 2. Venue:** Jinan Yanzi Resort, No.14668 Jingshi Street, Lixia District, Jinan, Shandong Province, the PRC
- 3. Voting:** Voting through physical attendance (including voting through proxies) and voting through online voting system on the Shanghai Stock Exchange by certain A Shareholders of the Company
- 4. Convener:** The Board
- 5. Chairman:** Mr. Dai Jun

### **(2) Attendance of the AGM**

The total number of Shares of the Company entitling the Shareholders to attend and vote on the resolutions at the AGM was 10,227,561,133 Shares, which was the total number of Shares issued by the Company on the record date of the AGM.

There was no share entitling the Shareholders to attend the AGM but abstain from voting in favour of any of the resolutions at the AGM as set out in Rule 13.40 of the Hong Kong Listing Rules, as such rule does not apply to any of the resolutions proposed at the AGM. None of the Shareholders was required to abstain from voting on the resolutions at the AGM under the Hong Kong Listing Rules.

Each resolution proposed for approval at the AGM was taken by poll. An aggregate of 43 Shareholders attended the AGM in person or by proxy, representing 5,614,899,395 Shares, or 54.899690% of the Company's total issued share capital as at the date of the AGM.

All Directors of the Company (the "**Directors**") attended the meetings, except Ms. Cao Min and Mr. Li Xingchun who were unable to attend due to personal business commitments.

## **II. CONSIDERATION OF RESOLUTIONS AND POLL RESULTS**

The following resolutions were considered and passed at the AGM by poll. The Shareholders may refer to the Circular of AGM for the full text of each resolution.

### **SPECIAL RESOLUTIONS**

- 1. To consider and approve the exercise of general mandate by the Board to allot, issue and deal with additional shares of the Company**

This resolution was passed at the AGM.

Votes cast in favour of the resolution represent 5,503,107,020 Shares; votes cast against the resolution represent 111,792,375 Shares; and abstained votes represent 0 Shares. Votes cast in favour of the resolution represent 98.009005% of the total number of Shares held by the Shareholders present at the AGM and entitled to vote in respect of the resolution.

**2. To consider and approve the issuance of financial financing instruments by the Company**

This resolution was passed at the AGM.

Votes cast in favour of the resolution represent 5,602,389,071 Shares; votes cast against the resolution represent 12,510,324 Shares; and abstained votes represent 0 Shares. Votes cast in favour of the resolution represent 99.777194% of the total number of Shares held by the Shareholders present at the AGM and entitled to vote in respect of the resolution.

**3. To consider and approve the resolution in respect to proposed amendments to the Articles of Association**

This resolution was passed at the AGM.

Votes cast in favour of the resolution represent 5,459,479,996 Shares; votes cast against the resolution represent 153,817,499 Shares; and abstained votes represent 1,601,900 Shares. Votes cast in favour of the resolution represent 97.232018% of the total number of Shares held by the Shareholders present at the AGM and entitled to vote in respect of the resolution.

**4. To consider and approve the resolution on the proposed amendments to the Rules of Procedure for General Meetings and the Rules of Procedures for the Board**

This resolution was passed at the AGM.

Votes cast in favour of the resolution represent 5,459,479,996 Shares; votes cast against the resolution represent 153,817,499 Shares; and abstained votes represent 1,601,900 Shares. Votes cast in favour of the resolution represent 97.232018% of the total number of Shares held by the Shareholders present at the AGM and entitled to vote in respect of the resolution.

### **ORDINARY RESOLUTIONS**

**5. To consider and approve the report of the Board for the year ended 31 December 2023**

This resolution was passed at the AGM.

Votes cast in favour of the resolution represent 5,581,082,189 Shares; votes cast against the resolution represent 33,681,406 Shares; and abstained votes represent 135,800 Shares. Votes cast in favour of the resolution represent 99.397724% of the total number of Shares held by the Shareholders present at the AGM and entitled to vote in respect of the resolution.

**6. To consider and approve the report of the supervisory committee for the year ended 31 December 2023**

This resolution was passed at the AGM.

Votes cast in favour of the resolution represent 5,609,983,787 Shares; votes cast against the resolution represent 4,779,808 Shares; and abstained votes represent 135,800 Shares. Votes cast in favour of the resolution represent 99.912454% of the total number of Shares held by the Shareholders present at the AGM and entitled to vote in respect of the resolution.

**7. To consider and approve the Company's 2023 audited financial reports**

This resolution was passed at the AGM.

Votes cast in favour of the resolution represent 5,609,983,787 Shares; votes cast against the resolution represent 4,779,808 Shares; and abstained votes represent 135,800 Shares. Votes cast in favour of the resolution represent 99.912454% of the total number of Shares held by the Shareholders present at the AGM and entitled to vote in respect of the resolution.

**8. To consider and approve the profit distribution proposal of the Company for the year ended 31 December 2023**

This resolution was passed at the AGM.

Votes cast in favour of the resolution represent 5,614,871,995 Shares; votes cast against the resolution represent 27,400 Shares; and abstained votes represent 0 Shares. Votes cast in favour of the resolution represent 99.999512% of the total number of Shares held by the Shareholders present at the AGM and entitled to vote in respect of the resolution.

**9. To consider and approve the performance report of the independent Directors for the year ended 31 December 2023**

This resolution was passed at the AGM.

Votes cast in favour of the resolution represent 5,609,983,787 Shares; votes cast against the resolution represent 4,779,808 Shares; and abstained votes represent 135,800 Shares. Votes cast in favour of the resolution represent 99.912454% of the total number of Shares held by the Shareholders present at the AGM and entitled to vote in respect of the resolution.

**10. To consider and approve the appointments of domestic auditor and overseas auditor, and internal control auditor of the Company for the financial year ending 31 December 2024; and to authorize the Board to determine their remunerations within the upper limit of RMB7.50 million, of which, the remuneration of the internal control auditor is RMB1.25 million**

This resolution was passed at the AGM.

Votes cast in favour of the resolution represent 5,614,860,995 Shares; votes cast against the resolution represent 38,400 Shares; and abstained votes represent 0 Shares. Votes cast in favour of the resolution represent 99.999316% of the total number of Shares held by the Shareholders

present at the AGM and entitled to vote in respect of the resolution.

### III. SCRUTINEER AND PRC LAWYERS

Hong Kong Registrars Limited, the H share registrar of the Company, has acted as the scrutineer and compared the poll results summary to the poll forms collected by the Company.

Haiwen & Partners, the legal advisers to the Company on PRC laws, attended the AGM and issued a legal opinion concluding that the convening of and the procedures for holding the AGM, the eligibility of the persons who attended the AGM and the voting procedures were in compliance with the relevant laws, rules and regulations of the PRC and the Articles of Association.

### IV. DISTRIBUTION OF FINAL DIVIDEND

At the AGM, Shareholders resolved to approve a final dividend of RMB0.15 per Share (tax inclusive, based on the total share capital of 10,227,561,133 Shares), amounting to approximately RMB1,534,134,169 (tax inclusive) in total for the year ended 31 December 2023 (the “**2023 Final Dividend**”).

The 2023 Final Dividend will be paid in RMB to the A Shareholders of the Company, and will be paid in HKD to the H Shareholders of the Company. The actual amounts of dividend to be paid in HKD shall be converted at the average intermediate exchange rates for HKD to RMB of 0.91080, as announced by the People’s Bank of China for the five business days prior to the date of the AGM, i.e., 17 June 2024 (such day inclusive). Based on such exchange rate, the 2023 Final Dividend for each H Share will be HK\$0.16469 (tax inclusive).

In order to ascertain the entitlements of the Shareholders to receive the 2023 Final Dividend, the register of the members of the Company will be closed from 24 June 2024 to 26 June 2024 (both days inclusive), during which period no transfer of H Shares of the Company will be effected. In order to be entitled to the 2023 Final Dividend, H Shareholders of the Company who have not registered their transfer documents are required to deposit the transfer documents together with the relevant share certificates with the H share registrar of the Company, Hong Kong Registrars Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong no later than 4:30 p.m. on 21 June 2024.

The Company has appointed Bank of China (Hong Kong) Trustees Limited as the agent to deal with the payment of the 2023 Final Dividend on its behalf. Shareholders whose names appear on the H Share register of members of the Company on Wednesday, 26 June 2024 will be entitled to receive the 2023 Final Dividend. The 2023 Final Dividend is expected to be paid to the eligible H Shareholders on 15 August 2024.

The Company will make a separate announcement regarding the payment of the 2023 Final Dividend to the A Shareholders after the AGM.

### **Profit Distribution for Investors of Northbound Trading**

For investors of the Hong Kong Stock Exchange (including enterprises and individuals) investing in the A Shares of the Company listed on the Shanghai Stock Exchange (the “**Northbound Trading**”), their dividends will be distributed in RMB by the Company through the Shanghai Branch of China Securities Depository and Clearing Corporation Limited to the account of the nominee holding such Shares. The Company will withhold and pay income taxes at the rate of 10% on behalf of those investors and will report to the tax authorities for the withholding. For investors of Northbound Trading who are tax residents of other countries and whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of lower than 10%, those enterprises and individuals may, or may entrust a withholding agent to, apply to the competent tax authorities for the entitlement of the rate under such tax treaty. Upon approval by the tax authorities, the paid amount in excess of the tax payable based on the tax rate according to such tax treaty will be refunded.

The record date and the date of distribution of cash dividends and other arrangements for the investors of Northbound Trading will be the same as those for the A Shareholders of the Company.

### **Profit Distribution for Investors of Southbound Trading**

For investors of the Shanghai Stock Exchange (including enterprises and individuals) investing in the H Shares of the Company listed on the Hong Kong Stock Exchange (the “**Southbound Trading**”), the Company has entered into the Agreement on Distribution of Cash Dividends of H Shares for Southbound Trading (港股通 H 股股票現金紅利派發協議) with China Securities Depository and Clearing Corporation Limited, pursuant to which, the Shanghai Branch of China Securities Depository and Clearing Corporation Limited, as the nominee of the holders of H Shares for Southbound Trading, will receive all cash dividends distributed by the Company and distribute the cash dividends to the relevant investors of H Shares of Southbound Trading through its depository and clearing system.

The cash dividends for the investors of H Shares of Southbound Trading will be paid in RMB. Pursuant to the Notice on the Tax Policies Related to the Pilot Program of the Shanghai-Hong Kong Stock Connect (關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知) (Cai Shui [2014] No. 81), for dividends received by domestic individual investors from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect, the company of such H shares shall withhold and pay individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in H shares listed on the Hong Kong Stock Exchange through the Shanghai-Hong Kong Stock Connect, the tax payable shall be the same as that for individual investors. The company of such H shares will not withhold and pay the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax themselves.

The record date and the date of distribution of cash dividends and other arrangements for the investors of Southbound Trading will be the same as those for the H Shareholders of the Company.

## **Profit Distribution for Investors of Shenzhen Southbound Trading**

For investors of the Shenzhen Stock Exchange (including enterprises and individuals) investing in the H Shares of the Company listed on the Hong Kong Stock Exchange (the “**Shenzhen Southbound Trading**”), the Company will distribute the dividends in RMB through the Shenzhen Branch of China Securities Depository and Clearing Corporation Limited to the account of the nominee holding such Shares. The Company will withhold and pay individual income tax at the rate of 20% on behalf of the domestic individual investors. In respect of the dividends received by mainland securities investment funds that invest in the H Shares of the Company via the Shenzhen-Hong Kong Stock Connect Program, the Company will withhold individual income tax in the same way as the foregoing requirements. In respect of the dividends received by mainland corporate investors that invest in the H Shares of the Company via the Shenzhen-Hong Kong Stock Connect Program, the Company will not withhold any income tax from the dividend and the mainland corporate investors shall report and pay the relevant tax themselves.

The record date and the distribution date of dividends and other arrangements for the investors of Shenzhen Southbound Trading will be the same as those for the H Shareholders of the Company.

The Company assumes no liability whatsoever in respect of any claims arising from any delay in, or inaccurate determination of, the status of the Shareholders or any disputes over the withholding and payment of tax.

Shareholders’ attention should be drawn to the contents of this announcement. The Company recommends individual H Shareholders, who have any questions on the above matters, to consult their taxation advisors for advice.

By order of the Board

**Huadian Power International Corporation Limited\***

**Qin Jiehai**

*Secretary to the Board*

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

*Dai Jun (Chairman, Executive Director), Zhao Bing (Vice Chairman, Non-executive Director), Chen Bin (Executive Director), Zhao Wei (Non-executive Director), Zeng Qinghua (Non-executive Director), Cao Min (Non-executive Director), Wang Xiaobo (Non-executive Director), Li Guoming (Executive Director), Feng Zhenping (Independent Non-executive Director), Li Xingchun (Independent Non-executive Director), Wang Yuesheng (Independent Non-executive Director) and Shen Ling (Independent Non-executive Director).*

Beijing, the PRC

17 June 2024

*\* For identification purpose only*