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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)

VOTING RESULTS OF ANNUAL GENERAL MEETING

HELD ON 26 JUNE 2019

The 2018 annual general meeting (the "AGM") of Huadian Power International Corporation Limited* (the "Company") was held on Wednesday, 26 June 2019. All the resolutions as set out in the notice of the AGM dated 8 May 2019 (the "Notice of AGM") were duly passed at the AGM.

An aggregate of 20 Shareholders attended and voted at the AGM in person or by proxies, representing 5,940,882,103 shares carrying voting rights of the Company (the "Shares"), or 60.234169% of the Company's total issued share capital as at the date of the AGM.

Reference is made to the Notice of AGM. Unless otherwise stated, terms used in this announcement shall have the same meanings as those defined in the Notice of AGM.

The Board is pleased to announce that the AGM was held on Wednesday, 26 June 2019, and 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 the resolutions at the AGM were in compliance with the Company Law, relevant laws and regulations of the PRC and the requirements of the Articles of Association.

I. CONVENING AND ATTENDANCE OF THE AGM

(1) Convening of the AGM

- 1. Time:** 2:00 p.m. on Wednesday, 26 June 2019
- 2. Venue:** Huabin International Hotel, No. 4 Xuanwumennei Street, Xicheng District, Beijing, the PRC
- 3. Voting:** Voting through physical attendance (including voting through proxies) and voting through the online voting system on the Shanghai Stock Exchange by certain holders of A Shares
- 4. Convener:** The Board
- 5. Chairman:** Mr. Tian Hongbao

(2) Attendance of the AGM

The total number of Shares entitling the Shareholders to attend and vote for or against all the resolutions at the AGM was 9,862,976,653 Shares.

There was no Share entitling the Shareholders to attend 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. No Shareholder was required under the Hong Kong Listing Rules to abstain from voting on the resolutions at the AGM.

Each resolution proposed for approval at the AGM was taken by poll. An aggregate of 20 Shareholders attended and voted at the AGM in person or by proxy, representing 5,940,882,103 Shares, or 60.234169% of the Company's total issued share capital as at the date of the AGM.

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 Notice of AGM for the full text of each resolution.

SPECIAL RESOLUTIONS

- 1. The special resolution regarding 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 5,605,096,744 Shares; votes cast against the resolution represent 335,785,359 Shares; and abstained votes represent 0 Shares. Votes cast in favour

of the resolution represent 94.347887% of the total number of Shares held by the Shareholders present at the AGM and entitled to vote in respect of the resolution.

2. The special resolution regarding the issuance of financial financing instruments by the Company

This resolution was passed at the AGM.

Votes cast in favour of the resolution represent 5,628,502,396 Shares; votes cast against the resolution represent 312,379,707 Shares; and abstained votes represent 0 Shares. Votes cast in favour of the resolution represent 94.741863% 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

3. The ordinary resolution regarding the report of the Board for the year ended 31 December 2018

This resolution was passed at the AGM.

Votes cast in favour of the resolution represent 5,938,073,103 Shares; votes cast against the resolution represent 2,045,000 Shares; and abstained votes represent 764,000 Shares. Votes cast in favour of the resolution represent 99.952717% of the total number of Shares held by the Shareholders present at the AGM and entitled to vote in respect of the resolution.

4. The ordinary resolution regarding the report of the Supervisory Committee for the year ended 31 December 2018

This resolution was passed at the AGM.

Votes cast in favour of the resolution represent 5,938,073,103 Shares; votes cast against the resolution represent 2,045,000 Shares; and abstained votes represent 764,000 Shares. Votes cast in favour of the resolution represent 99.952717% of the total number of Shares held by the Shareholders present at the AGM and entitled to vote in respect of the resolution.

5. The ordinary resolution regarding the Company's 2018 audited financial reports (i.e. the financial reports for the year ended 31 December 2018 prepared by the Company in compliance with the International Financial Reporting Standards and China Accounting Standards for Business Enterprises, respectively)

This resolution was passed at the AGM.

Votes cast in favour of the resolution represent 5,938,069,403 Shares; votes cast against the

resolution represent 2,048,700 Shares; and abstained votes represent 764,000 Shares. Votes cast in favour of the resolution represent 99.952655% of the total number of Shares held by the Shareholders present at the AGM and entitled to vote in respect of the resolution.

6. The ordinary resolution regarding the profit distribution proposal of the Company for the year ended 31 December 2018

This resolution was passed at the AGM.

Votes cast in favour of the resolution represent 5,939,812,903 Shares; votes cast against the resolution represent 1,069,200 Shares; and abstained votes represent 0 Shares. Votes cast in favour of the resolution represent 99.982003% of the total number of Shares held by the Shareholders present at the AGM and entitled to vote in respect of the resolution.

7. The ordinary resolution regarding the appointments of domestic auditor, overseas auditor and of internal control auditor

(1) BDO China Shu Lun Pan Certified Public Accountants LLP (Special General Partnership) and BDO Limited be appointed as domestic auditor and overseas auditor of the Company, respectively, for the financial year ending 31 December 2019; and the Board be and is authorised to determine their remunerations within the upper limit of RMB8.2 million;

This resolution was passed at the AGM.

Votes cast in favour of the resolution represent 5,925,843,337 Shares; votes cast against the resolution represent 15,038,766 Shares; and abstained votes represent 0 Shares. Votes cast in favour of the resolution represent 99.746860% of the total number of Shares held by the Shareholders present at the AGM and entitled to vote in respect of the resolution.

(2) BDO China Shu Lun Pan Certified Public Accountants LLP (Special General Partnership) be appointed as the internal control auditor of the Company for the financial year ending 31 December 2019; and the Board be and is authorised to determine its remuneration within the upper limit of RMB1.3 million;

This resolution was passed at the AGM.

Votes cast in favour of the resolution represent 5,925,567,337 Shares; votes cast against the resolution represent 15,038,766 Shares; and abstained votes represent 276,000 Shares. Votes cast in favour of the resolution represent 99.742214% of the total number of Shares held by the Shareholders present at the AGM and entitled to vote in respect of the resolution.

8. The ordinary resolution regarding the performance report of the independent non-

executive Directors for the year ended 31 December 2018

This resolution was passed at the AGM.

Votes cast in favour of the resolution represent 5,938,073,103 Shares; votes cast against the resolution represent 2,045,000 Shares; and abstained votes represent 764,000 Shares. Votes cast in favour of the resolution represent 99.952717% of the total number of Shares held by the Shareholders present at the AGM and entitled to vote in respect of the resolution.

9. The ordinary resolution regarding the confirmation of remunerations of the Directors and the supervisors of the Company for the year ended 31 December 2018

This resolution was passed at the AGM.

Votes cast in favour of the resolution represent 5,939,812,903 Shares; votes cast against the resolution represent 1,069,200 Shares; and abstained votes represent 0 Shares. Votes cast in favour of the resolution represent 99.982003% of the total number of Shares held by the Shareholders present at the AGM and entitled to vote in respect of the resolution.

10. The ordinary resolution regarding the adjustment of each independent non-executive Director's allowance to RMB140 thousand per year (inclusive of tax)

This resolution was passed at the AGM.

Votes cast in favour of the resolution represent 5,939,812,903 Shares; votes cast against the resolution represent 1,069,200 Shares; and abstained votes represent 0 Shares. Votes cast in favour of the resolution represent 99.982003% of the total number of Shares held by the Shareholders present at the AGM and entitled to vote in respect of the resolution.

11. The ordinary resolution regarding the adjustment of each independent supervisor's allowance to RMB120 thousand per year (inclusive of tax)

This resolution was passed at the AGM.

Votes cast in favour of the resolution represent 5,939,812,903 Shares; votes cast against the resolution represent 1,069,200 Shares; and abstained votes represent 0 Shares. Votes cast in favour of the resolution represent 99.982003% of the total number of Shares held by the Shareholders present at the AGM and entitled to vote in respect of the resolution.

III. DISTRIBUTION OF FINAL DIVIDEND

At the AGM, Shareholders resolved to approve a final dividend of RMB0.066 per share (tax inclusive, based on the total share capital of 9,862,976,653 shares), amounting to approximately

RMB650,956,000 (tax inclusive) in total for the year ended 31 December 2018 (“**2018 Final Dividend**”). The 2018 Final Dividend will be denominated and declared in RMB, and will be paid in HKD to the holders of the H shares 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 0.87836, as announced by the People’s Bank of China for the five business days prior to the declaration of the dividend, i.e., 26 June 2019 (such day inclusive). Based on such exchange rate, the 2018 Final Dividend for each H Share will be HK\$0.075 (tax inclusive).

In order to ascertain the entitlements of the Shareholders to receive the final dividend, the register of the members of the Company will be closed from Wednesday, 3 July 2019 to Monday, 8 July 2019 (both days inclusive), during which period no transfer of H shares of the Company will be effected. In order to be entitled to the 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, Computershare Hong Kong Investor Services Limited, at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Tuesday, 2 July 2019.

The Company has appointed Bank of China (Hong Kong) Trustees Limited as the agent to deal with the payment of the 2018 Final Dividend on its behalf. Shareholders whose names appear on the H share register of members of the Company on Monday, 8 July 2019 will be entitled to receive the 2018 Final Dividend. The 2018 Final Dividend is expected to be paid to the eligible H Shareholders on 26 August 2019.

The Company will make a separate announcement regarding the payment of the 2018 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 holders of A Shares 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) (Caishui[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 holders of H Shares 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 holders of H Shares 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.

IV. SCRUTINEER AND PRC LAWYERS

Hong Kong Registrars Limited, the H Share Registrar of the Company, have 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.

By order of the Board
Huadian Power International Corporation Limited*
Zhou Lianqing
Secretary to the Board

** For identification purposes only*

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

Wang Xuxiang (Chairman, Executive Director), Tian Hongbao (Vice Chairman, Executive Director), Ni Shoumin (Vice Chairman, Non-executive Director), Gou Wei (Non-executive Director), Chen Haibin (Non-executive Director), Tao Yunpeng (Non-executive Director), Wang Xiaobo (Non-executive Director), Chen Cunlai (Executive Director), Ding Huiping (Independent Non-executive Director), Wang Dashu (Independent Non-executive Director), Wang Chuanshun (Independent Non-executive Director) and Zong Wenlong (Independent Non-executive Director).

Beijing, the PRC

26 June 2019