



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)

**OVERSEAS REGULATORY ANNOUNCEMENT
LISTING AND TRADING OF CIRCULATING A SHARES AFTER
EXPIRATION OF LOCK-UP PERIOD**

- The total number of Circulating A Shares to be listed which were originally subject to lock-up is 2,119,982,505.
- The listing date for the Circulating A Shares which were originally subject to lock-up is 19th April 2007.

This announcement is made pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

I. Relevant information relating to the share reform for A Shares

1. The share reform proposal (“Share Reform Proposal” or “Share Reform”) of Huaneng International, Inc. (the “Company”) was approved at the relevant shareholders’ meeting held on 28th March 2006, pursuant to which the record date was set on 17th April 2006 for the implementation of the Share Reform. On 19th April 2006, the Share Reform was implemented and the A Shares of the Company resumed trading.
2. There is no arrangement for additional consideration to be paid under the Share Reform Proposal.

II. Lock-up undertaking relating to the listing of circulating A Shares (which are subject to lock-up, known as “Lock-up Circulating A Shares”) under the Share Reform Proposal

1. Undertaking by the holders of original non-circulating A shares

All holders of the non-circulating A shares of the Company agreed to comply with the relevant requirements under the laws, rules and regulations and to perform the statutory undertakings. All holders of the non-circulating A shares of the Company undertook not to transfer their shares in the Company during the statutory undertaking period unless the transferee agrees to and has the capabilities to perform the relevant undertakings given by the transferor.

2. Additional undertaking given by the China Huaneng Group (“Huaneng Group”) and Huaneng International Power Development Corporation (“HIPDC”)

Huaneng Group and HIPDC specifically undertook that the non-circulating A Shares originally held by them would not be listed and traded within 60 months from the date on which the right of listing of such shares was granted.

3. Performance of the undertakings made by the holders of Lock-up Circulating A Shares

Since the implementation of the Company's Share Reform and up to the date hereof, all holders of the Lock-up Circulating A Shares have strictly complied with the undertakings in respect of the listing and circulation of the Lock-up Circulating A Shares under the Share Reform Proposal.

III. Change of shareholding structure and shareholding position since the implementation of the Company's Share Reform and up to the date hereof

1. There has been no change in the shareholding structure of the Company since the implementation of the Company's Share Reform and up to the date hereof.
2. There has been no change in the shareholding percentage of the holders of Lock-up Circulating A Shares since the implementation of the Company's Share Reform and up to the date hereof.

IV. Arrangement to deal with appropriation of funds by major shareholders

As at the date of this announcement, there is no appropriation of the Company's funds by the major shareholder.

V. Sponsor's opinion

The sponsor for the Company's Share Reform is CITIC Securities Joint Stock Limited Company ("CITIC Securities"). According to the relevant requirements under the Management Rules for Share Reform of Listed Companies issued by the China Securities Regulatory Commission, and the Working Memorandum on Share Reform issued by Shanghai Stock Exchange, CITIC Securities has conducted a review on the application for the release the lock-up made by the holders of Lock-up Circulating A shares and CITIC Securities has issued an opinion in relation thereto.

CITIC Securities is of the view that: within 12 months from the obtaining of the right of listing of the circulating A Shares, all holders of Lock-up Circulating A Shares have strictly complied with their respective undertakings given under the Share Reform and are performing their undertakings made under the Share Reform. The application made by Board of Directors of the Company for this listing of the Lock-up Circulating A Shares complies with the relevant requirements.

VI. Information relating to the Lock-up Circulating A Shares pursuant to this listing

1. The total number of Lock-up Circulating A Shares to be listed is 2,119,982,505.
2. The listing date of the Lock-up Circulating A Shares is 19th April 2007.
3. Details of this listing of the Lock-up Circulating A Shares

No.	Name of shareholders	Number of Lock-up Circulating A Shares held	Percentage of Lock-up Circulating A Shares in the total share capital of the Company	Number of shares per this listing	Number of remaining Lock-up Circulating A Shares
1	China Huaneng Group	1,055,124,549	8.75%	0	1,055,124,549
2	Huaneng International Power Development Corporation	5,066,662,118	42.03%	0	5,066,662,118
3	Hubei Provincial Construction Investment Company	603,000,000	5.00%	602,769,172	230,828
4	Jiangsu Provincial International Trust & Investment Company	416,500,000	3.45%	416,500,000	0
5	Fujian Investment Enterprise Holdings Company	338,466,667	2.81%	338,466,667	0
6	Liaoning Energy Investment (Group) Limited Liability Company	332,913,333	2.76%	332,913,333	0
7	Dalian Municipal Construction Investment Company	301,500,000	2.50%	301,500,000	0
8	Minxin Group Limited Company	108,000,000	0.90%	0	108,000,000
9	Nantong Investment & Management Limited Company	90,500,000	0.75%	90,500,000	0
10	Shantou Power Development Joint Stock Company Limited	25,333,333	0.21%	25,333,333	0
11	Dandong Energy Investment Development Centre	8,666,667	0.07%	8,666,667	0
12	Shantou Electric Power Development Corporation	3,333,333	0.03%	3,333,333	0
Total:		8,350,000,000	69.26%	2,119,982,505	6,230,017,495

4. Further information relating to this listing of Lock-up Circulating A Shares

According to the Explanation Memorandum on the Share Reform of Huaneng Power International, Inc. published by the Company on 16th March 2006, Huaneng Group, the Company and the holders of the non-circulating A Shares (other than HIPDC) entered into a share transfer agreement, pursuant to which Huaneng Group agreed to acquire certain shares of the Company from the holders of non-circulating A Shares (other than HIPDC), and upon completion of the such transfer, Huaneng Group would execute the payment of the consideration to holders of the circulating A Shares which should be paid by the holders of non-circulating A Shares. Fujian Investment Enterprise Holdings Limited Company (“Fujian Investment”) transferred a total of 223,233,333 shares to Huaneng Group on behalf of itself and Minxin Group Limited Company (“Minxin Group”).

On 28th March 2007, Minxin Group has entrusted the Company to apply on its behalf for the listing of its 108,000,000 Lock-up Circulating A Shares. However, at the request of Fujian Investment, Minxin Group is currently liaising with Fujian Investment in respect of the performance of Minxin Group’s obligations by Fujian Investment under the Share Reform. As such, before the finalisation of such matters, the 108,000,000 Lock-up Circulating A Shares held by Minxin Group will not be part of this listing. After Fujian Investment and Minxin Group reaching agreement on such matters, the aforesaid 108,000,000 Lock-up Circulating A Shares will be eligible for applying for listing. The Company will make further announcement in respect of the listing of such Lock-up Circulating A Shares in due course.

Save and except those in relation to Minxin Group, the status regarding the listing of the Lock-up Circulating A Shares held by the holders of the Lock-up Circulating A Shares entirely complies with the requirements as set out in the Explanatory Memorandum on the Company’s Share Reform.

5. Previous listing of Lock-up Circulating A Shares

This listing of the Company’s Lock-up Circulating A Shares is the Company’s first listing of its Lock-up Circulating A Shares (only those arising from the Share Reform)

VI. Change of Share Capital

Class of shares	Details	Before this listing (number of shares)	Change (number of share)	After this listing (number of shares)
Lock-up	Shares held by the State	1,055,124,549	0	1,055,124,549
Circulating A Shares	Shares held by state legal person (note)	7,269,542,118	-2,094,649,172	5,174,892,946
	Shares held by other domestic legal persons	25,333,333	-25,333,333	0
	Total number of Lock-up Circulating A Shares	8,350,000,000	-2,119,982,505	6,230,017,495
Circulating shares without lock-up	A Shares	650,000,000	2,119,982,505	2,769,982,505
	H Shares	3,055,383,440	0	3,055,383,440
	Total number of shares without lock-up	3,705,383,440	2,119,982,505	5,825,365,945
Total number of shares		12,055,383,440	0	12,055,383,440

Note: According to the approval document Guozichanquan [2004]1181 issued by the State-owned Assets Supervision and Administration Commission of the State Council of the PRC, shares held by Minxin Group are treated as non-state-owned shares. The registration of the change of the nature of such shares has not been completed.

By Order of the Board
Huang Jian
Company Secretary

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

Li Xiaopeng
(Executive Director)

Huang Yongda
(Non-executive Director)

Na Xizhi
(Executive Director)

Huang Long
(Non-executive Director)

Wu Dawei
(Non-executive Director)

Shan Qunying
(Non-executive Director)

Ding Shida
(Non-executive Director)

Xu Zujian
(Non-executive Director)

Liu Shuyuan
(Non-executive Director)

Qian Zhongwei
(Independent Non-executive Director)

Xia Donglin
(Independent Non-executive Director)

Liu Jipeng
(Independent Non-executive Director)

Wu Yusheng
(Independent Non-executive Director)

Yu Ning
(Independent Non-executive Director)

Beijing, the PRC

13th April 2007

Please also refer to the published version of this announcement in South China Morning Post.