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**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)**

## **COMPLETION OF NON-PUBLIC ISSUANCE OF A SHARES**

Reference is made to the announcements of Huaneng Power International, Inc. (the “**Company**”) dated 28 March 2017, 7 February 2018 and 28 June 2018, the circulars of the Company dated 27 April 2017 and 14 March 2018 (the “**Circulars**”), and the announcements on the voting results of 2017 second extraordinary general meeting of the Company dated 17 May 2017 and 2018 annual general meeting of the Company dated 3 May 2018, in relation to, among other matters, the Non-public Issuance of A Shares by the Company. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Circulars.

The Board is pleased to announce that, on 15 October 2018, the Company completed the Non-public Issuance of A Shares. Upon completion of the Non-public Issuance of A Shares, the total number of the Shares of the Company increased from 15,200,383,440 Shares to 15,698,093,359 Shares.

### **I. BASIC INFORMATION ON THE NON-PUBLIC ISSUANCE OF A SHARES**

1. Class of shares: A Shares
2. Nominal value per share: RMB1.00
3. Number of shares issued: 497,709,919 A Shares
4. The issue price: RMB6.55 per A Share
5. Proceeds: According to the Capital Verification Report KPMG Huazhen No.1800388 issued by KPMG Huazhen LLP, the total proceeds raised from the Non-public Issuance of A Shares are RMB3,259,999,969.45. After deducting the costs of the Non-public Issuance of A Shares of RMB14,669,999.86, the net proceeds of the Non-public Issuance of A Shares is RMB3,245,329,969.59.
6. Lock-up period: 12 months

## II. TARGET SUBSCRIBERS OF THE ISSUANCE

The total number of Shares issued under the Non-public Issuance of A Shares were 497,709,919 A Shares, which did not exceed the maximum number of 800,000,000 A Shares approved by CSRC. There were seven target subscribers in total, which is in compliance with the relevant requirements under the Administrative Measure for the Issuance of Securities by Listed Companies (《上市公司證券發行管理辦法》) and the Detailed Implementation Rules for the Non-public Issue of Stocks by Listed Companies (《上市公司非公開發行股票實施細則》). The target subscribers and the number of Shares allocated to each of them were determined based on principles such as the price priority principle. The final target subscribers and number of Shares issued are as follows:

No.	Name of target subscribers	Number of Shares subscribed (Share)	Amount (RMB)	Lock-up period
1.	PICC Asset Management Company Limited (PICC Life Insurance Company Limited - Traditional - General Insurance Products) (中國人保資產管理有限公司(中國人民人壽保險股份有限公司—傳統—普通保險產品))	152,671,755	999,999,995.25	12 months
2.	Shanghai Electric Group Co., Ltd. (上海電氣集團股份有限公司)	76,335,877	499,999,994.35	12 months
3.	China Energy Engineering Group Co., Ltd. (中國能源建設集團有限公司)	30,534,351	199,999,999.05	12 months
4.	Harbin Electric Company Limited (哈爾濱電氣股份有限公司)	76,335,877	499,999,994.35	12 months
5.	JT Asset Management Co., Ltd. (九泰基金管理有限公司)	9,160,305	59,999,997.75	12 months
6.	Dongfang Electric Co., Ltd. (東方電氣股份有限公司)	76,335,877	499,999,994.35	12 months
7.	Shaanxi Coal and Chemical Industry Group Co., Ltd. (陝西煤業化工集團有限責任公司)	76,335,877	499,999,994.35	12 months
<b>Total</b>		<b>497,709,919</b>	<b>3,259,999,969.45</b>	<b>-</b>

### III. CHANGES IN THE SHAREHOLDING STRUCTURE OF THE COMPANY IMMEDIATELY BEFORE AND AFTER COMPLETION OF THE NON-PUBLIC ISSUANCE OF A SHARES

The shareholding structure of the Company immediately before and after completion of the Non-public Issuance of A Shares is as follows:

Shareholders	Immediately before completion of the Non-public Issuance of A Shares		Immediately after completion of the Non-public Issuance of A Shares	
	<i>Number of Shares</i>	<i>Approximate percentage to the total issued Shares of the Company</i>	<i>Number of Shares</i>	<i>Approximate percentage to the enlarged total issued Shares of the Company</i>
<b>A Shares</b>				
Huaneng International Power Development Corporation (華能國際電力開發公司)	5,066,662,118	33.33	5,066,662,118	32.28
China Huaneng Group Co., Ltd. (中國華能集團有限公司)	1,555,124,549	10.23	1,555,124,549	9.91
China Huaneng Finance Corporation Limited (中國華能財務有限公司)	74,139,853	0.49	74,139,853	0.47
Other holders of A Shares	3,804,073,480	25.03	4,301,783,399	27.40
<b>H Shares</b>				
China Hua Neng Group Hong Kong Limited (中國華能集團香港有限公司)	472,000,000	3.11	472,000,000	3.01
Other holders of H Shares	<u>4,228,383,440</u>	<u>27.82</u>	<u>4,228,383,440</u>	<u>26.94</u>
<b>Total</b>	<u>15,200,383,440</u>	<u>100</u>	<u>15,698,093,359</u>	<u>100</u>

*Note: The percentage figures above have been rounded to the nearest second decimal place.*

For further details, please refer to the Announcement on the Issuance Results of the Non-public Issuance of Shares and Share Movements published on the website of the Shanghai Stock Exchange ([www.sse.com.cn](http://www.sse.com.cn)).

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

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

Cao Peixi (*Executive Director*)

Huang Jian (*Non-executive Director*)

Wang Yongxiang (*Non-executive Director*)

Mi Dabin (*Non-executive Director*)

Guo Hongbo (*Non-executive Director*)

Cheng Heng (*Non-executive Director*)

Lin Chong (*Non-executive Director*)

Yue Heng (*Independent Non-executive Director*)

Xu Mengzhou (*Independent Non-executive Director*)

Liu Jizhen (*Independent Non-executive Director*)

Xu Haifeng (*Independent Non-executive Director*)

Zhang Xianzhi (*Independent Non-executive Director*)

Beijing, the PRC

17 October 2018