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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)

NOTICE OF 2017 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2017 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 3 May 2018 at Conference Room A102, the headquarters the Company, Huaneng Building, 6 Fuxingmennei Street, Xicheng District, Beijing, the People's Republic of China for 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 2017
2. To consider and approve the working report from the Supervisory Committee of the Company for 2017
3. To consider and approve the audited financial statements of the Company for 2017
4. To consider and approve the profit distribution plan of the Company for 2017 (*Note 1*)
5. To consider and approve the proposal regarding the appointment of the Company's auditors for 2018 (*Note 2*)

SPECIAL RESOLUTIONS

6. To consider and approve the proposal regarding the granting of the general mandate of issue domestic and/or overseas debt financing instruments (*Note 3*)
7. To consider and approve the proposal regarding the granting of general mandate to the Board of Directors to issue domestic shares and/or overseas listed foreign shares (*Note 3*)

8. To consider and approve the proposal on extending the validity periods of the resolution on the Non-public Issuance of A Shares and the authorization delegated to the Board of Directors by Shareholders' General Meeting (*Note 3*)
9. To consider and approve the proposal on the Shareholders' Return Plan in the next three years (2018-2020) of the Company (*Note 3*)
10. To consider and approve the proposal regarding the amendments to the articles of association of the Company (*Note 3*)

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:

Cao Peixi (<i>Executive Director</i>)	Yue Heng (<i>Independent Non-executive Director</i>)
Liu Guoyue (<i>Executive Director</i>)	Xu Mengzhou (<i>Independent Non-executive Director</i>)
Huang Jian (<i>Non-executive Director</i>)	Liu Jizhen (<i>Independent Non-executive Director</i>)
Wang Yongxiang (<i>Non-executive Director</i>)	Xu Haifeng (<i>Independent Non-executive Director</i>)
Mi Dabin (<i>Non-executive Director</i>)	Zhang Xianzhi (<i>Independent Non-executive Director</i>)
Guo Hongbo (<i>Non-executive Director</i>)	
Cheng Heng (<i>Non-executive Director</i>)	
Lin Chong (<i>Non-executive Director</i>)	

Beijing, the PRC
14 March 2018

Notes:

1. The profit distribution plan of the Company for 2017

As per the annual financial statements audited by KPMG Huazhen LLP and KPMG, the net profits attributable to equity holders of the Company for the accounting year ended 31 December 2017 under the PRC GAAP and the International Financial Reporting Standards were RMB1,793.151 million and RMB1,579.836 million respectively. Pursuant to the *Company Law of the People's Republic of China* and the Company's Articles, the Company shall apportion 10% of the net profit attributable to equity holders of the Company for year 2017 based on the calculation according to the PRC GAAP as statutory surplus reserve. There need not be any apportionment when the accumulated statutory surplus reserve is equal to or more than 50% of the registered share capital of the Company. Given that the remaining balance of the statutory surplus reserve of the Company was more than 50% of its registered share capital, there will not be any apportionment of the statutory surplus reserve for 2017. The Company will not apportion any discretionary surplus reserve for 2017.

The Company's proposed profit distribution plan for 2017 is a cash dividend of RMB0.1 (tax inclusive) for each ordinary share of the Company, which is on the basis of the total share capital of the Company. It was estimated that the total amount of cash to be paid as dividends will be RMB1,520.04 million.

2. Proposal regarding the appointment of the Company's auditors for 2018

The board of directors (the "**Board of Directors**") of the Company proposes to appoint KPMG Huazhen LLP as the Company's domestic auditors and the auditors for U.S. 20F annual report, and KPMG as the Company's Hong Kong auditors for 2018 with a total remuneration of RMB45,030,000. In particular, the remuneration for financial audit and for internal control audit were estimated to be RMB34,930,000 and RMB10,100,000 respectively.

3. Please refer to the circular of the Company dated 14 March 2018 for details.

4. 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 of the Annual General Meeting (i.e. before 9:00 a.m. on 2 May 2018).
4. If more than one proxy is appointed by a shareholders such proxies shall only exercise the right to vote by poll.
5. The resolutions set out in this Notice will be voted by poll.

5. 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. Holders 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 13 April 2018.
3. Shareholders may send the reply slip to the Company in person, by post or by fax.

6. 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 13 April 2018 to 3 May 2018 (both days inclusive).

In order to qualify to attend and vote at the Annual General Meeting, non-registered holders 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, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by no later than 4:30 p.m. on 12 April 2018. Holders of H shares whose names are recorded in the register of member of the Company on 13 April 2018 are entitled to attend the Annual General Meeting.

2. Closure of Register of Members for Payment of the Final Dividend for 2017

In order to determine the H Shareholders entitled to receive the 2017 Final Dividend, the Company will suspend registration of transfer of H Shares from 11 May 2018 to 16 May 2018 (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 May 2018. The H Shareholders whose names are recorded in the register of members of the Company on 16 May 2018 are entitled to receive the 2017 Final Dividend.

7. Other Businesses

1. Shareholders and their proxies who attend shall bear their own accommodation and travelling expenses.
2. The address of the Share Registrar for H Shares of the Company, Hong Kong Registrars Limited, is at:

1712-1716, 17/F, Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong

3. The address for contact:

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 Persons: Xie Meixin, Liu Tianyu
Contact Telephone No: (+86)10-6322 6590 (+86)10-6322 6595
Facsimile No: (+86)10-6322 6888
Email address: xiemx@hpi.com.cn

5. Time and dates in this notice are Hong Kong time and dates.