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China Power International Development Limited

中國電力國際發展有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 2380)

CONTINUING CONNECTED TRANSACTIONS PURSUANT TO RULE 14A.60 OF THE LISTING RULES

Reference is made to the announcement dated 30 June 2022 and the circular dated 28 July 2022 of the Company, and the Partial Completion Announcement in relation to the Acquisitions of the Equity Interests in the Target Companies.

EXISTING CONTINUING TRANSACTIONS

As disclosed in the Partial Completion Announcement, thirteen Target Companies have become subsidiaries of the Company. Prior to the Completion, seven of the thirteen Target Companies (as the Lenders) had entered into the Entrusted Loan Agreements with two indirect subsidiaries of SPIC (as the Borrowers).

LISTING RULES IMPLICATIONS

As at the date of this announcement, SPIC indirectly owns approximately 54.35% of the issued share capital of the Company. As SPIC is the ultimate controlling shareholder of the Company, SPIC, its subsidiaries and associates are connected persons of the Company within the meaning of the Listing Rules.

Since the Borrowers are subsidiaries of SPIC, the transactions conducted under the Entrusted Loan Agreements have become continuing connected transactions of the Company following the Completion. Pursuant to Rule 14A.60 of the Listing Rules, the Entrusted Loan Agreements are subject to all applicable reporting, annual review and disclosure requirements under Chapter 14A of the Listing Rules. In the event that the terms of the Agreements are renewed or varied, the Company will comply with the relevant requirements under Chapter 14A of the Listing Rules.

Reference is made to the Company's announcement dated 30 June 2022 and the circular dated 28 July 2022 ("Circular") and the Partial Completion Announcement in relation to the Acquisitions of the Equity Interests in the Target Companies. Unless otherwise defined, all capitalized terms used herein shall have the respective meanings ascribed to them in the Circular and the Partial Completion Announcement.

EXISTING CONTINUING TRANSACTIONS

Prior to the Completion, seven Target Companies had entered into the Entrusted Loan Agreements with two indirect subsidiaries of SPIC. The transactions conducted under the Entrusted Loan Agreements have become continuing connected transactions of the Company following the Completion pursuant to Rule 14A.60 of the Listing Rules.

The principal terms of in aggregate eight Entrusted Loan Agreements are set out as follows:

- Parties:** (i) seven Target Companies (as the Lenders); and
(ii) two indirect subsidiaries of SPIC (as the Borrowers).
- Term:** Fixed term of three months or one year
- Interest rate:** Ranging from 2.2% to 3.7% per annum
- Subject matter:** The Lenders agreed to provide the Loans to the Borrowers for general working capital purposes including (i) the supply of energy or (ii) repayment of debts.
- Principal amount of the Loans:** Ranging from RMB2,000,000 to RMB23,920,000
- Repayment:** The Borrowers shall make one-off repayment of the principal amount and accrued interest upon maturity of the respective Loans.
- Balance as at the date of this announcement:** As at the date of this announcement, the aggregated outstanding amount (including the principal amount and accrued interests) payable by the Borrowers to the Lenders under the Entrusted Loan Agreements was approximately RMB82,782,100 (equivalent to approximately HK\$91,980,100).

REASONS FOR THE CONTINUING TRANSACTIONS

The terms of the Entrusted Loan Agreements, including the interest rate, were arrived at after arm's length negotiations between the respective Lenders and the Borrowers having taken into account the then prevailing market interest rates and practices, and the short-term tenure of the Loans. Based on the above, the Directors (including independent non-executive Directors) are of the view that the Entrusted Loan Agreements and the transactions thereunder are conducted on normal commercial terms, and are fair and reasonable and in the interests of the Company and the Shareholders as a whole. None of the Directors has abstained from voting on the Board resolution in approving the continuation of the Agreements.

INFORMATION OF THE GROUP

The Company is the core and flagship listed subsidiary of SPIC. SPIC (together with its subsidiaries) is an integrated energy group which simultaneously owns coal-fired power, hydropower, nuclear power and renewable energy resources in the PRC.

The Group is principally engaged in generation and sales of electricity in Mainland China, including investment, development, operation and management of hydropower, wind power, photovoltaic power and coal-fired power plants; and provision of energy storage, green power transportation and integrated intelligent energy solution services. Its businesses are located in various major power grid regions of China.

INFORMATION OF THE LENDERS

The relevant Lenders (which have become subsidiaries of the Company as at the date of this announcement) are principally engaged in the following businesses:

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| 1. | Hongqi Wind Power | development, construction and operation of wind power generation and other new energy |
| 2. | Sea Wave Wind Power | development, construction and operation of wind power generation and other new energy |
| 3. | Zhao'an Photovoltaic | photovoltaic power generation |
| 4. | Hainan Photovoltaic | new energy project investment and operation |
| 5. | Panzhuhua Photovoltaic | solar power generation |
| 6. | Yuanjiang Photovoltaic | construction of photovoltaic power stations, photovoltaic power generation, sales of electricity and carbon trading credits |
| 7. | Deyang Environmental | investment development, construction and operation of waste-to-energy power plants and sales of electricity |

INFORMATION OF THE BORROWERS

The Borrowers are indirect subsidiaries of SPIC which are principally engaged in the following businesses:

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| Guizhou Qiandong Power Generation Company Limited* (貴州黔東電力有限公司) | mainly operates thermal power plants and engages in electricity related business |
| Kunming China Power Environmental Power Generation Co., Ltd* (昆明中電環保電力有限公司) | mainly operates waste-to-energy power plants and engages in electricity related business |

SPIC is principally engaged in investment holding with business covers the power, coal, aluminum, logistics, finance, environmental protection and high-tech industries in the PRC and overseas countries.

LISTING RULES IMPLICATIONS

As at the date of this announcement, SPIC indirectly owns approximately 54.35% of the issued share capital of the Company. As SPIC is the ultimate controlling shareholder of the Company, SPIC, its subsidiaries and associates are connected persons of the Company within the meaning of the Listing Rules.

Since the Borrowers are subsidiaries of SPIC, the transactions conducted under the Entrusted Loan Agreement have become continuing connected transactions of the Company following the Completion. Pursuant to Rule 14A.60 of the Listing Rules, the Entrusted Loan Agreements are subject to all applicable reporting, annual review and disclosure requirements under Chapter 14A of the Listing Rules if the Group continues to conduct the Loans immediately following the Completion. In the event that the terms of the Agreements are renewed or varied, the Company will comply with the relevant requirements under Chapter 14A of the Listing Rules.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions have the following meanings:

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| “Borrowers” | Guizhou Qiandong Power Generation Company Limited* (貴州黔東電力有限公司) and Kunming China Power Environmental Power Generation Co., Ltd* (昆明中電環保電力有限公司) |
| “Entrusted Loan Agreements” or “Agreements” | the lending agreements for the provision of the Loans for general working capital purposes entered into between the Lenders and the Borrowers prior to the Completion |

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| “Lenders” | Hongqi Wind Power, Sea Wave Wind Power, Zhao’an Photovoltaic, Hainan Photovoltaic, Panzhihua Photovoltaic, Yuanjiang Photovoltaic and Deyang Environmental |
| “Loans” | the various loans provided by the respective Lenders to the Borrowers |
| “Partial Completion Announcement” | the announcement dated 26 September 2022 of the Company about the partial completion of the discloseable and connected transactions in relation to the Acquisitions of the Equity Interests in the thirteen Target Companies |
| “Target Companies” | Inner Mongolia Wind Power, Hongqi Wind Power, Sea Wave Wind Power, Dafeng Wind Power, Chunyang Mountain Wind Power, Baiyin Photovoltaic, Zhao’an Photovoltaic, Hainan Photovoltaic, Panzhihua Photovoltaic, Yuanjiang Photovoltaic, Deyang Environmental, Shangqiu Environmental and Bazhou Environmental as defined and disclosed in the Circular and the Partial Completion Announcement |

* *English or Chinese translation, as the case may be, is for identification only*

This announcement contains translation between Renminbi and Hong Kong dollars at RMB0.90 to HK\$1.00. The translation shall not be taken as representation that the Renminbi could actually be converted into Hong Kong dollars at that rate, or at all.

By Order of the Board
China Power International Development Limited
HE Xi
Chairman

Hong Kong, 26 September 2022

As at the date of this announcement, the directors of the Company are: executive directors HE Xi and GAO Ping, non-executive directors ZHOU Jie and XU Zuyong, and independent non-executive directors LI Fang, YAU Ka Chi and HUI Hon Chung, Stanley.