

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

CONNECTED TRANSACTION

EPC Contracting Agreement in relation to Power Transmission Line Engineering

On 2 April 2025, Haiwei Wind Power, an indirect wholly-owned subsidiary of the Company, entered into the EPC Contracting Agreement with Shandong Institute. Pursuant to which, Shandong Institute will provide survey design, equipment procurement, construction and installation, and other technical support services in relation to the Power Transmission Line Engineering at a consideration of RMB61,509,000 (equivalent to approximately HK\$66,858,000).

As at the date of this announcement, SPIC owns approximately 64.68% 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.

Shandong Institute is an indirect non wholly-owned subsidiary of SPIC. Accordingly, Shandong Institute is a connected person of the Company and entering into the EPC Contracting Agreement constitutes a connected transaction of the Company under the Listing Rules.

As the highest applicable percentage ratio as defined under Rule 14.07 of the Listing Rules in respect of the EPC Contracting Agreement exceeds 0.1% but is less than 5%, the transaction contemplated thereunder is subject to the announcement and reporting requirements but is exempt from the independent shareholders' approval requirement under Chapter 14A of the Listing Rules.

The Board announces that Haiwei Wind Power, an indirect wholly-owned subsidiary of the Company, entered into the EPC Contracting Agreement with Shandong Institute to carry out the Power Transmission Line Engineering for the Project.

EPC CONTRACTING AGREEMENT

Date

2 April 2025

Parties

- (i) Haiwei Wind Power, as the Employer; and
- (ii) Shandong Institute, as the Contractor.

Services to be provided by the Contractor

The Contractor has agreed to act as the main contractor to provide a comprehensive range of services, which includes survey design (preliminary design, construction drawing design, completion drawing production, etc.), equipment procurement, construction and installation, commissioning (trial runs and error elimination, etc.), training, other technical support services and follow-up services in relation to the Power Transmission Line Engineering.

Consideration

The total consideration under the EPC Contracting Agreement payable by the Employer is RMB61,509,000 (inclusive of all taxes) and is categorized as follows:

Fees	Amount (RMB) (Inclusive of all taxes)
Survey design fees	1,643,000
Equipment procurement fees	24,634,000
Construction and installation fees	20,710,000
Other fees [#]	14,522,000
Total	61,509,000

[#] Other fees include but not limited to technical service fees, training fees and main contractor management fees.

Payment terms

The Employer shall make an interest-free prepayment to the Contractor equivalent to 10% of the total consideration pursuant to the terms and conditions of the EPC Contracting Agreement.

The balance of the consideration shall be payable by installments in accordance with the progress of the relevant work done, among which, (i) 5% of the survey design fees, (ii) 10% of the equipment procurement fees, (iii) 3% of the construction and installation fees, and (iv) 5% of the other fees shall be retained as warranty for quality assurance, and all these retaining fees will be payable within 30 days upon expiration of the defects liability period and issuance of the certificate for termination of the defects liability period, subject to any applicable deductions.

REASONS FOR AND BENEFITS OF THE CONNECTED TRANSACTION

The construction of power transmission line is necessary and essential for Haiwei Wind Power to connect the Project's onshore central control station to a substation of the local power grid, as it ensures the full electricity output from its offshore wind power plant, enhances its utilization hours, and ultimately enhances the overall economic return of the Project.

The Group awarded the EPC Contracting Agreement to Shandong Institute following a stringent competitive open market tendering process, through the procurement and bidding platform and networks in the PRC, including 中國招標投標公共服務平台 (China Public Service Platform for Tendering and Bidding*), 中國電力設備信息網 (China Electric Power Equipment Information Network*) and 國家電投電子商務平台 (SPIC E-commerce Platform*). The consideration of the EPC Contracting Agreement conforms with prevailing rates or on better terms than those charged by other companies for comparable projects in the market. The Directors are of the view that the consideration of the EPC Contracting Agreement and its respective terms are no less favourable to the Group than those available from independent third parties.

The Directors (including the independent non-executive Directors) are of the view that, as far as the shareholders of the Company are concerned, the EPC Contracting Agreement has been conducted on normal commercial terms, fair and reasonable and in the interests of the Company and its shareholders as a whole.

None of the Directors has material interest in the EPC Contracting Agreement or is required to abstain from voting on the relevant Board resolutions.

INFORMATION OF THE COMPANY AND THE GROUP

The Company is the core and flagship listed subsidiary of SPIC. 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 thermal 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 EMPLOYER

Haiwei Wind Power was established in December 2022 and is an indirect wholly-owned subsidiary of the Company. It is principally engaged in the generation, transmission, supply and distribution of electricity business, as well as the provision of technology research and development in relation to offshore wind power and consulting services.

INFORMATION OF THE CONTRACTOR

Shandong Institute is an indirect non wholly-owned subsidiary ultimately controlled by SPIC. It was established in 1958 and is principally engaged in providing electric power planning, engineering survey, design and consulting, and project construction services. It possesses comprehensive Grade A qualification certificates in engineering design and engineering survey. It is a national high-tech enterprise and the standing director chair unit of China Electric Power Planning & Engineering Association and has been ranked as one of the forefront companies among the “National Survey and Design Comprehensive Strength 100 Institutes” of the Chinese power industry for the past many years. It has been among the top 60 American ENR • Chinese Design Firms for five times, and has been among American ENR top 250 International Contractors in World for two consecutive years.

INFORMATION OF SPIC

SPIC is an investment holding company principally engaged in businesses that cover various sectors, including power, coal, aluminum, logistics, finance, environmental protection and high-tech industries in the PRC and abroad. SPIC, together with its subsidiaries, is an integrated energy group which simultaneously owns thermal power, hydropower, nuclear power and renewable energy resources in the PRC.

LISTING RULES IMPLICATIONS

As at the date of this announcement, SPIC owns approximately 64.68% 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.

Shandong Institute is an indirect non wholly-owned subsidiary of SPIC. Accordingly, Shandong Institute is a connected person of the Company and entering into the EPC Contracting Agreement constitutes a connected transaction of the Company under the Listing Rules.

As the highest applicable percentage ratio as defined under Rule 14.07 of the Listing Rules in respect of the EPC Contracting Agreement exceeds 0.1% but is less than 5%, the transaction contemplated thereunder is subject to the announcement and reporting requirements but is exempt from the independent shareholders’ approval requirement under Chapter 14A of the Listing Rules.

DEFINITIONS

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

“Board”	the board of Directors of the Company
“Company”	China Power International Development Limited (中國電力國際發展有限公司), a company incorporated in Hong Kong with limited liability whose shares are listed on the Main Board of the Stock Exchange

“Director(s)”	director(s) of the Company
“EPC Contracting Agreement”	the agreement dated 2 April 2025 entered into between Haiwei Wind Power and Shandong Institute in relation to the Power Transmission Line Engineering, including the provision of survey design, equipment procurement, construction and installation, and other technical support services
“Group”	the Company and its subsidiaries from time to time
“Haiwei Wind Power” or “Employer”	海衛（乳山）海上風電有限公司 (Haiwei (Rushan) Offshore Wind Power Co., Ltd.*), a company incorporated in the PRC with limited liability and an indirect wholly-owned subsidiary of the Company
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“MW”	megawatt, that is, one million watts. The installed capacity of a power plant is generally expressed in MW which is a unit of measurement for the output of power generation
“Power Transmission Line Engineering”	the EPC services to be performed by Shandong Institute, pursuant to the EPC Contracting Agreement to build the onshore power transmission lines that connect the Project’s onshore central control station to a substation of the local power grid in order to ensure full electricity output from the Project
“PRC” or “China”	the People’s Republic of China
“Project”	an offshore wind power plant with a planned installed capacity of 450MW located in Shandong Province, the PRC held by Haiwei Wind Power
“RMB”	Renminbi, the lawful currency of the PRC
“Shandong Institute” or “Contractor”	Shandong Electric Power Engineering Consulting Institute Corp., Ltd. (山東電力工程諮詢院有限公司), a company incorporated in the PRC with limited liability and an indirect non wholly-owned subsidiary of SPIC

“SPIC”

國家電力投資集團有限公司 (State Power Investment Corporation Limited*), the ultimate controlling shareholder of the Company, a wholly State-owned enterprise established by the approval of the State Council of the PRC (中華人民共和國國務院)

“Stock Exchange”

The Stock Exchange of Hong Kong Limited

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

This announcement contains translation between Renminbi and Hong Kong dollars at RMB0.92 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, 2 April 2025

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