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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 under the Companies Ordinance)

(Stock Code: 2380)

Results Announcement for Year 2011

Financial Highlights

- Turnover amounted to approximately RMB16,082,062,000, representing an increase of approximately 11.40% over last year.
- Profit attributable to equity holders of the Company was approximately RMB505,202,000, representing a decrease of approximately 24.25% over last year.
- Basic earnings per share was approximately RMB 0.10.
- Final dividend of RMB 0.045 per share was proposed.

The board of directors (the “**Board**”) of China Power International Development Limited (the “**Company**” or “**China Power**”) is pleased to announce the audited financial results of the Company and its subsidiaries (collectively, the “**Group**” or “**We**”) for the year ended 31 December 2011.

CONSOLIDATED INCOME STATEMENT

For the year ended 31 December 2011

	Note	Year ended 31 December	
		2011 RMB '000	2010 RMB '000
Revenue	2	16,082,062	14,436,659
Other income	3	234,442	185,203
Fuel costs		(9,940,476)	(8,292,780)
Depreciation		(1,809,808)	(1,712,388)
Staff costs		(824,685)	(747,462)
Repairs and maintenance		(490,136)	(480,076)
Consumables		(187,214)	(180,462)
Other gains, net	4	65,380	133,851
Other operating expenses		(856,136)	(779,949)
Operating profit	5	2,273,429	2,562,596
Finance income		108,903	104,018
Finance costs	6	(1,572,016)	(1,514,064)
Share of (losses)/profits of associated companies		(4,073)	112,327
Share of losses of jointly controlled entities		(24,024)	(18,395)
Profit before taxation		782,219	1,246,482
Taxation	7	(193,849)	(380,227)
Profit for the year		588,370	866,255
Attributable to:			
Equity holders of the Company		505,202	666,892
Non-controlling interests		83,168	199,363
		588,370	866,255
Earnings per share for profit attributable to equity holders of the Company during the year (expressed in RMB per share)			
- basic	8	0.10	0.13
- diluted	8	0.10	0.13
Dividends		229,818	229,818

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 31 December 2011

	Year ended 31 December	
	2011	2010
	RMB'000	RMB'000
Profit for the year	588,370	866,255
Other comprehensive income/(loss)		
- Fair value gain/(loss) on available-for-sale financial assets, net of tax	226,949	(640,697)
Total comprehensive income for the year	815,319	225,558
Attributable to:		
Equity holders of the Company	732,151	26,195
Non-controlling interests	83,168	199,363
Total comprehensive income for the year	815,319	225,558

CONSOLIDATED BALANCE SHEET

As at 31 December 2011

		As at 31 December	
	Note	2011	2010
		RMB '000	RMB '000
ASSETS			
Non-current assets			
Property, plant and equipment		49,350,730	44,950,107
Prepayments for construction of power plants		2,385,556	1,836,820
Land use rights		457,764	458,544
Goodwill		767,365	767,365
Interests in associated companies		1,523,617	1,587,565
Interests in jointly controlled entities		351,949	135,881
Available-for-sale financial assets	9	2,063,105	1,733,650
Long-term loans to a fellow subsidiary		-	1,500,000
Deferred income tax assets		45,187	45,152
		56,945,273	53,015,084
Current assets			
Inventories		730,971	336,136
Accounts receivable	10	1,911,467	1,716,569
Prepayments, deposits and other receivables		791,627	717,121
Amounts due from related companies		332,109	26,886
Current portion of long-term loans to a fellow subsidiary		1,500,000	-
Tax recoverable		1,196	1,196
Cash and cash equivalents		1,179,817	977,365
		6,447,187	3,775,273
Total assets		63,392,460	56,790,357

	As at 31 December	
	2011	2010
	<i>RMB '000</i>	<i>RMB '000</i>
EQUITY		
Capital and reserves attributable to equity holders of the Company		
Share capital	5,121,473	5,121,473
Share premium	4,303,111	4,303,111
Reserves	3,700,408	2,813,915
	13,124,992	12,238,499
Non-controlling interests	3,364,510	2,655,698
Total equity	16,489,502	14,894,197
LIABILITIES		
Non-current liabilities		
Deferred income	75,289	93,863
Long-term bank borrowings	26,881,231	24,141,041
Long-term borrowings from ultimate holding company	1,473,816	1,473,816
Long-term borrowings from CPI Financial Company (“CPIF”)	1,161,800	1,429,595
Corporate bonds	1,794,020	1,793,239
Convertible bonds	853,454	-
Long-term other borrowings	399,260	135,201
Obligations under finance leases	166,623	184,337
Deferred income tax liabilities	741,934	570,095
Other long-term liabilities	8,557	11,903
	33,555,984	29,833,090

		As at 31 December	
	<i>Note</i>	2011	2010
		RMB '000	RMB '000
Current liabilities			
Accounts and bills payables	11	875,389	461,206
Construction cost payable		1,987,536	1,059,060
Other payables and accrued charges		875,384	897,030
Derivative financial instruments		32,965	71,902
Amounts due to related companies		128,110	203,628
Current portion of long-term bank borrowings		2,702,450	2,342,585
Short-term bank borrowings		2,987,800	3,724,700
Other current bank borrowings		211,710	529,816
Short-term borrowings from CPIF		1,680,000	2,300,000
Current portion of long-term borrowings from CPIF		670,295	-
Short-term other borrowings		1,100,000	200,000
Current portion of obligations under finance leases		17,714	16,804
Taxation payable		77,621	256,339
		13,346,974	12,063,070
Total liabilities		46,902,958	41,896,160
Total equity and liabilities		63,392,460	56,790,357
Net current liabilities		6,899,787	8,287,797
Total assets less current liabilities		50,045,486	44,727,287

Auditor's work on the preliminary announcement

The figures in respect of the preliminary announcement of the Group's results for the year ended 31 December 2011 have been agreed by the Group's auditor, PricewaterhouseCoopers ("PwC HK"), to the amounts set out in the Group's audited consolidated accounts for the year. The work performed by PwC HK in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants and consequently no assurance has been expressed by PwC HK on the preliminary announcement.

Notes to the Accounts

1 Basis of preparation

The consolidated accounts of the Company have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRS") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"). The consolidated accounts have been prepared under the historical cost convention except that available-for-sale financial assets, and certain financial assets and financial liabilities (including derivative instruments) are measured at fair value, as appropriate.

The preparation of accounts in conformity with HKFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies.

(a) Effect of adopting amendments to standards and interpretations

The following amendments to standards and interpretations are mandatory for accounting periods beginning on or after 1 January 2011. The adoption of these amendments to standards and interpretations does not have any significant impact to the results and financial position of the Group.

HKFRSs (amendment)	Improvements to HKFRSs 2010
HKFRS 1 (amendment)	Limited Exemption from Comparative HKFRS 7 Disclosures for First-time Adopters
HKAS 32 (amendment)	Classification of Rights Issues
HK(IFRIC) - Int 14 (amendment)	Prepayments of a Minimum Funding Requirement
HK(IFRIC) - Int 19	Extinguishing Financial Liabilities with Equity Instruments

(b) The following new standards, amendments to standards and interpretations have been issued but are not effective for 2011 and have not been early adopted:

HKFRS 1 (amendment)	Severe Hyperinflation and Removal of Fixed Dates for First-time Adopters ⁽¹⁾
HKFRS 7 (amendment)	Disclosures - Offsetting Financial Assets and Financial Liabilities ⁽²⁾
HKFRS 9	Financial Instruments ⁽⁴⁾
HKFRS 10	Consolidated Financial Statements ⁽²⁾
HKFRS 11	Joint Arrangements ⁽²⁾
HKFRS 12	Disclosure of Interests in Other Entities ⁽²⁾
HKFRS 13	Fair Value Measurement ⁽²⁾
HKAS 1 (amendment)	Presentation of Items of Other Comprehensive Income ⁽²⁾
HKAS 12 (amendment)	Deferred Tax: Recovery of Underlying Assets ⁽¹⁾

HKAS 19 (2011)	Employee Benefits ⁽²⁾
HKAS 27 (2011)	Separate Financial Statements ⁽²⁾
HKAS 28 (2011)	Investments in Associates and Joint Ventures ⁽²⁾
HKAS 32 (amendment)	Offsetting Financial Assets and Financial Liabilities ⁽³⁾
HK(IFRIC) - Int 20 (amendment)	Stripping Costs in the Production Phase of a Surface Mine ⁽²⁾

- (1) Effective for the Group for annual period beginning on 1 January 2012
- (2) Effective for the Group for annual period beginning on 1 January 2013
- (3) Effective for the Group for annual period beginning on 1 January 2014
- (4) Effective for the Group for annual period beginning on 1 January 2015

The directors anticipate that the adoption of these new standards, amendments to standards and interpretations will not result in a significant impact on the results and financial position of the Group.

- (c) The Group breached one of the covenant requirements in respect of a bank loan of RMB211,710,000 as at 31 December 2011. Management is in the process of obtaining a waiver from the relevant syndicate of banks and considers that such matter would have no material adverse financial impact to the Group. Also, in preparing the accounts, the directors have taken into account all information that could reasonably be expected to be available and have ascertained that the Group has obtained adequate financial resources to support the Group to continue in operational existence for the foreseeable future. As of 31 December 2011, the Group had undrawn committed banking facilities amounting to approximately RMB11,597 million (2010: RMB20,800 million) and will refinance and/or restructure certain short-term loans into long-term loans or to consider alternative sources of financing, where applicable. Under these circumstances, the directors are of the opinion that the Group will be able to meet its liabilities as and when they fall due within the next twelve months and therefore have prepared the accounts on a going concern basis.

2 Turnover, revenue and segment information

Revenue recognised during the year is as follows:

	2011 <i>RMB '000</i>	2010 <i>RMB '000</i>
Sales of electricity to provincial power grid companies (note (a))	15,882,453	14,307,251
Provision for power generation and related services (note (b))	199,609	129,408
	<hr/> 16,082,062 <hr/>	<hr/> 14,436,659 <hr/>

Notes:

- (a) Pursuant to the power purchase agreements entered into between the Group and the respective regional and provincial power grid companies, the Group's sales of electric power were made to these power grid companies at the tariff rates agreed with the respective regional and provincial power grid companies as approved by the relevant government authorities.
- (b) Provision for power generation and related services represents income from the provision of power generation and related services to other power plants and power grid companies which are calculated based on mutually agreed terms.

Segment information

The chief operating decision maker has been identified as the executive directors and certain senior management (collectively referred to as the "CODM") that make strategic decisions. The CODM reviews the internal reporting of the Company and its subsidiaries in order to assess performance and allocate resources. Management has determined the operating segments based on these reports. Currently, it is determined that the "Generation and sales of coal-fired electricity" and "Generation and sales of hydropower electricity" in the PRC are the reportable segments of the Group. The CODM assesses the performance of the operating segments based on a measure of profit/loss before taxation, excluding dividends from available-for-sale financial assets, if any, and effects on items of a non-recurring nature, such as impairments when the impairment is the result of an isolated, non-recurring event. Other information provided to the CODM is measured in a manner consistent with that in the accounts.

Segment assets exclude deferred income tax assets, available-for-sale financial assets and corporate assets which are managed on a central basis.

Segment liabilities exclude taxation payable, deferred income tax liabilities, derivative financial instruments and corporate liabilities which are managed on a central basis.

	Year ended 31 December 2011				
	Coal-fired electricity <i>RMB'000</i>	Hydropower electricity <i>RMB'000</i>	Reportable segments total <i>RMB'000</i>	Others <i>RMB'000</i>	Total <i>RMB'000</i>
Revenue					
Sales of electricity	13,426,986	2,455,467	15,882,453	-	15,882,453
Provision for power generation and related services	90,977	108,632	199,609	-	199,609
	<u>13,517,963</u>	<u>2,564,099</u>	<u>16,082,062</u>	<u>-</u>	<u>16,082,062</u>
Results of reportable segments	<u>1,110,909</u>	<u>1,229,831</u>	<u>2,340,740</u>	<u>-</u>	<u>2,340,740</u>
A reconciliation of results of reportable segments to profit for the year is as follows:					
Results of reportable segments					2,340,740
Unallocated income	-	-	-	79,058	79,058
Unallocated expenses	-	-	-	(146,369)	(146,369)
Operating profit					2,273,429
Interest income	6,465	89,066	95,531	13,372	108,903
Finance costs	(624,441)	(942,228)	(1,566,669)	(5,347)	(1,572,016)
Share of losses of associated companies	(4,073)	-	(4,073)	-	(4,073)
Share of losses of jointly controlled entities	(6,624)	-	(6,624)	(17,400)	(24,024)
Profit before taxation					782,219
Taxation					(193,849)
Profit for the year					<u>588,370</u>
Other segment information:					
Capital expenditure	3,432,084	4,049,934	7,482,018	2,491	7,484,509
Depreciation on property, plant and equipment	994,072	808,889	1,802,961	6,847	1,809,808
Amortisation of leasehold land and land use rights	2,528	6,532	9,060	-	9,060
(Gain) /loss on disposal of property, plant and equipment and land use rights	(40,247)	101	(40,146)	-	(40,146)
Reversal of impairment of other receivables	(1,371)	(8,255)	(9,626)	-	(9,626)
Reversal of impairment of inventories	(3,916)	-	(3,916)	-	(3,916)

	As at 31 December 2011				
	Coal-fired electricity	Hydropower electricity	Reportable segments total	Others	Total
	<i>RMB '000</i>	<i>RMB '000</i>	<i>RMB '000</i>	<i>RMB '000</i>	<i>RMB '000</i>
Segment assets					
Other segment assets	23,829,484	32,167,048	55,996,532	-	55,996,532
Goodwill	-	767,365	767,365	-	767,365
Interests in associated companies	1,505,766	-	1,505,766	17,851	1,523,617
Interests in jointly controlled entities	207,715	-	207,715	144,234	351,949
	<u>25,542,965</u>	<u>32,934,413</u>	<u>58,477,378</u>	<u>162,085</u>	<u>58,639,463</u>
Available-for-sale financial assets					2,063,105
Deferred income tax assets					45,187
Long-term loans to a fellow subsidiary					1,500,000
Other unallocated assets					<u>1,144,705</u>
Total assets per consolidated balance sheet					<u><u>63,392,460</u></u>
Segment liabilities					
Other segment liabilities	(2,273,412)	(1,810,046)	(4,083,458)	-	(4,083,458)
Borrowings	<u>(16,012,179)</u>	<u>(25,603,947)</u>	<u>(41,616,126)</u>	<u>(299,710)</u>	<u>(41,915,836)</u>
	(18,285,591)	(27,413,993)	(45,699,584)	(299,710)	(45,999,294)
Derivative financial instruments					(32,965)
Taxation payable					(77,621)
Deferred income tax liabilities					(741,934)
Other unallocated liabilities					<u>(51,144)</u>
Total liabilities per consolidated balance sheet					<u><u>(46,902,958)</u></u>

Year ended 31 December 2010

	Coal-fired electricity	Hydropower electricity	Reportable segments total	Others	Total
	<i>RMB '000</i>	<i>RMB '000</i>	<i>RMB '000</i>	<i>RMB '000</i>	<i>RMB '000</i>
Revenue					
Sales of electricity	11,507,637	2,799,614	14,307,251	-	14,307,251
Provision for power generation and related services	40,718	88,690	129,408	-	129,408
	<u>11,548,355</u>	<u>2,888,304</u>	<u>14,436,659</u>	<u>-</u>	<u>14,436,659</u>
Results of reportable segments	<u>954,908</u>	<u>1,679,708</u>	<u>2,634,616</u>	<u>-</u>	<u>2,634,616</u>
A reconciliation of results of reportable segments to profit for the year is as follows:					
Results of reportable segments					2,634,616
Unallocated income	-	-	-	54,806	54,806
Unallocated expenses	-	-	-	(126,826)	<u>(126,826)</u>
Operating profit					2,562,596
Interest income	2,566	86,165	88,731	15,287	104,018
Finance costs	(539,515)	(958,727)	(1,498,242)	(15,822)	(1,514,064)
Share of profits of associated companies	112,327	-	112,327	-	112,327
Share of losses of jointly controlled entities	(9,889)	-	(9,889)	(8,506)	<u>(18,395)</u>
Profit before taxation					1,246,482
Taxation					<u>(380,227)</u>
Profit for the year					<u>866,255</u>
Other segment information:					
Capital expenditure	2,704,921	2,495,724	5,200,645	7,058	5,207,703
Depreciation on property, plant and equipment	1,018,216	687,384	1,705,600	6,788	1,712,388
Amortisation of leasehold land and land use rights	3,055	6,029	9,084	-	9,084
Loss/(gain) on disposal of property, plant and equipment and land use rights	4,922	(8,613)	(3,691)	-	(3,691)
Provision for/(reversal of) impairment of other receivables	538	(786)	(248)	-	(248)
Reversal of impairment of inventories	<u>(1,656)</u>	<u>-</u>	<u>(1,656)</u>	<u>-</u>	<u>(1,656)</u>

As at 31 December 2010

	Coal-fired electricity	Hydropower electricity	Reportable segments total	Others	Total
	<i>RMB '000</i>	<i>RMB '000</i>	<i>RMB '000</i>	<i>RMB '000</i>	<i>RMB '000</i>
Segment assets					
Other segment assets	21,145,226	28,921,309	50,066,535	-	50,066,535
Goodwill	-	767,365	767,365	-	767,365
Interests in associated companies	1,569,714	-	1,569,714	17,851	1,587,565
Interests in jointly controlled entities	95,212	-	95,212	40,669	135,881
	22,810,152	29,688,674	52,498,826	58,520	52,557,346
Available-for-sale financial assets					1,733,650
Deferred income tax assets					45,152
Long-term loans to a fellow subsidiary					1,500,000
Other unallocated assets					954,209
Total assets per consolidated balance sheet					<u>56,790,357</u>
Segment liabilities					
Other segment liabilities	(1,907,064)	(856,481)	(2,763,545)	-	(2,763,545)
Borrowings	(14,498,892)	(23,476,601)	(37,975,493)	(94,500)	(38,069,993)
	(16,405,956)	(24,333,082)	(40,739,038)	(94,500)	(40,833,538)
Purchase consideration payable to an intermediate holding company					(98,387)
Derivative financial instruments					(71,902)
Taxation payable					(256,339)
Deferred income tax liabilities					(570,095)
Other unallocated liabilities					(65,899)
Total liabilities per consolidated balance sheet					<u>(41,896,160)</u>

All revenues from external customers are generated from the PRC. Except that certain cash and bank balances equivalent to approximately RMB359 million were deposited in certain banks in Hong Kong at 31 December 2011 (31 December 2010: approximately RMB149 million), substantially all of the Group's assets, liabilities and capital expenditure are located or utilised in the PRC.

The Group's major customers are regional and provincial power grid companies. During the year ended 31 December 2011, the Group's external revenue amounting to approximately RMB14,511 million (31 December 2010: RMB13,155 million) is generated from 5 (31 December 2010: 5) major customers, each of which account for 10% or more of the Group's external revenue.

3 Other income

	2011 <i>RMB'000</i>	2010 <i>RMB'000</i>
Sales of electricity quotas	-	23,628
Income from the provision of repairs and maintenance services	44,190	20,539
Hotel operations income	48,260	45,740
Rental income	64,446	65,293
Management fee income	4,974	3,780
Dividend income	24,083	5,620
Clean development mechanism income	48,489	20,603
	<hr/> 234,442 <hr/>	<hr/> 185,203 <hr/>

4 Other gains, net

	2011 <i>RMB'000</i>	2010 <i>RMB'000</i>
Amortisation of deferred income	18,674	10,774
Government grant (note)	-	90,000
Fair value gain/(loss) on derivative financial instruments	38,937	(461)
Gain on disposal of available-for-sale financial assets	-	29,792
Others	7,769	3,746
	<hr/> 65,380 <hr/>	<hr/> 133,851 <hr/>

Note: Government grant represents a subsidy received by a subsidiary during year ended 31 December 2010 in connection with its close down of certain power generating units in prior years.

5 Operating profit

Operating profit is stated after charging/(crediting) the following:

	2011	2010
	RMB '000	<i>RMB '000</i>
Amortisation of land use rights	9,060	9,084
Auditor's remuneration	6,563	7,407
Depreciation of property, plant and equipment		
- Owned property, plant and equipment	1,790,422	1,693,002
- Property, plant and equipment under finance leases	19,386	19,386
Gain on disposal of property, plant and equipment and land use rights	(40,146)	(3,691)
Operating lease rental in respect of		
- equipment	2,242	4,848
- leasehold land and buildings	35,293	34,876
Reversal of impairment of other receivables	(9,626)	(248)
Reversal of impairment of inventories	(3,916)	(1,656)
Reservoir maintenance and usage fees	65,775	85,484
Staff costs including directors' emoluments	824,685	747,462
Write-off of pre-operating expenses	33,323	25,240

6 Finance costs

	2011 <i>RMB '000</i>	2010 <i>RMB '000</i>
Interest expense on		
- bank borrowings wholly repayable within five years	324,690	414,064
- bank borrowings not wholly repayable within five years	1,472,247	1,128,322
- long-term borrowings from ultimate holding company not wholly repayable within five years	74,037	73,986
- short-term borrowings from CPIF	123,738	78,866
- long-term borrowings from CPIF wholly repayable within five years	52,058	54,226
- long-term borrowings from CPIF not wholly repayable within five years	668	-
- long-term other borrowings wholly repayable within five years	68,586	17,170
- long-term other borrowings not wholly repayable within five years	46,639	49,177
- short-term other borrowings	46,826	5,366
- obligations under finance leases	10,531	11,395
	<u>2,220,020</u>	<u>1,832,572</u>
Less: Amounts capitalised	<u>(633,919)</u>	<u>(437,984)</u>
	1,586,101	1,394,588
Net foreign exchange (gains)/losses	<u>(14,085)</u>	<u>119,476</u>
	<u><u>1,572,016</u></u>	<u><u>1,514,064</u></u>

The weighted average interest rate on capitalised borrowings is approximately 5.68% (2010: 5.0%) per annum.

7 Taxation

No Hong Kong profits tax has been provided for as the Group did not have any estimated assessable profit in Hong Kong for the year (2010: Nil).

The provision for PRC current income tax is calculated based on the statutory tax rate of 25% (2010: 25%) on the estimated assessable income for the year except as disclosed below.

The amount of taxation charged to the consolidated income statement represents:

	2011 <i>RMB'000</i>	2010 <i>RMB'000</i>
PRC current income tax	97,695	220,635
Deferred income tax	96,154	159,592
	193,849	380,227

Pursuant to the relevant PRC income tax rules and regulations, special income tax rates have been granted to certain subsidiaries of the Group and an associated company as being foreign invested enterprises which are engaged in the energy, transportation or infrastructure activities. These companies are subject to a tax rate of 24% for the year 2011 (2010: 22%) followed by a tax rate of 25% in the year 2012. A subsidiary acquired by the Group in the year 2005 is subject to tax rates of 24% for the year 2011 (2010: 22%) followed by a tax rate of 25% in the year 2012. Certain subsidiaries of the Group that started operations in the years 2007 and 2008 are also entitled to a two-year exemption from income tax starting from the year in operation followed by a 50% reduction in income tax rate in the ensuing three years. These companies have been subject to reduced tax rates ranging from 12% to 12.5% during the year 2011 (2010: 11% to 12.5%). The tax rates for these companies will be gradually increased to 25% towards year 2013.

8 Earnings per share

(a) Basic

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of shares in issue during the year.

	2011	2010
Profit attributable to equity holders of the Company (RMB'000)	505,202	666,892
Weighted average number of shares in issue (shares in thousands)	5,107,061	5,107,061
Basic earnings per share (RMB)	0.10	0.13

(b) Diluted

Diluted earnings per share is calculated by adjusting the weighted average number of shares outstanding to assume conversion of all dilutive potential ordinary shares arising from the Company's share options and convertible bonds, where relevant. For the year ended 31 December 2011, dilutive earnings per share equal basic earnings per share as the exercise of the outstanding share options and convertible bonds would be anti-dilutive. For the year ended 31 December 2010, diluted earnings per share equal basic earnings per share as the exercise of the outstanding share options would be anti-dilutive.

9 Available-for-sale financial assets

	2011 <i>RMB '000</i>	2010 <i>RMB '000</i>
Unlisted equity investments outside Hong Kong		
- at cost	154,712	127,856
Equity securities listed outside Hong Kong		
- at fair value (note)	1,908,393	1,605,794
	2,063,105	1,733,650
Market value of equity securities listed outside Hong Kong	1,908,393	1,605,794

Note:

Details of the equity securities listed outside Hong Kong as at 31 December 2011 are as follows:

Name of company	Place of establishment and operation	Registered and paid up capital	Equity interest attributable to the Group	Type of legal entity	Principal activity
Interests held directly:					
Shanghai Electric Power Co., Ltd	The PRC	RMB2,139,739,257	18.86%	Joint stock company with limited liability with its A shares listed on the Shanghai Stock Exchange	Investment holdings and the generation and sale of electricity

10 Accounts receivable

	2011 <i>RMB'000</i>	2010 <i>RMB'000</i>
Accounts receivable from provincial power grid companies (note (a))	1,778,073	1,530,227
Accounts receivable from other companies (note (a))	5,411	233
	1,783,484	1,530,460
Notes receivable (note (b))	127,983	186,109
	1,911,467	1,716,569

The carrying value of accounts and notes receivables approximate their fair values due to their short maturity. All accounts and notes receivables are denominated in RMB.

As at 31 December 2011, certain bank borrowings were secured by the rights on accounts receivable of certain subsidiaries of the Group. The accounts receivable secured under these facilities as at 31 December 2011 was amounting to RMB1,161,965,000 (2010: RMB1,208,989,000).

Notes:

- (a) The Group normally grants 15 to 60 days credit period to customers from the end of the month in which the sales are made. The ageing analysis of the accounts receivable is as follows:

	2011 <i>RMB'000</i>	2010 <i>RMB'000</i>
1 to 3 months	1,783,484	1,530,460

The credit quality of accounts receivable that are neither past due nor impaired has been assessed by reference to the historical information about counterparty default rates. The existing counterparties did not have significant default in the past.

- (b) The notes receivable are normally with maturity period of 180 days (2010: 180 days).

11 Accounts and bills payables

	2011 <i>RMB '000</i>	2010 <i>RMB '000</i>
Accounts payable (note (a))	510,920	220,516
Due to related companies (note (a))	-	121,290
Due to a non-controlling shareholder (note (a))	214,469	-
	<hr/>	<hr/>
	725,389	341,806
Bills payable (note (b))	150,000	119,400
	<hr/>	<hr/>
	875,389	461,206
	<hr/> <hr/>	<hr/> <hr/>

The carrying amounts of accounts and bills payables approximate their fair values due to their short maturity.

Notes:

- (a) The normal credit period for accounts payable generally range from 60 to 180 days. Ageing analysis of the accounts payable is as follows:

	2011 <i>RMB '000</i>	2010 <i>RMB '000</i>
1 to 6 months	524,216	320,302
7 to 12 months	186,296	670
Over 1 year	14,877	20,834
	<hr/>	<hr/>
	725,389	341,806
	<hr/> <hr/>	<hr/> <hr/>

Amounts due to a non-controlling shareholder and other related companies are mainly related to purchase accruals made by the Group and are included under accounts payable. Balances are unsecured, interest free and shall be settled in accordance with the respective trading terms.

- (b) Bills payable are bills of exchange with average maturity period of 3 to 6 months (2010: 3 to 6 months).

Business Review

The Group is principally engaged in investment, development and operation management of power plants as well as coal-fired power and hydropower generation. Its power generation business is mainly located in Eastern China power grid, Central China power grid and Northern China power grid.

In 2011, China's economy grew steadily with a year-on-year GDP growth rate of 9.2%. As power demand increased rapidly, total power generation and electricity consumption in China rose by 11.68% and 11.74% respectively as compared with the corresponding period last year. The average number of utilisation hours of power generation facilities in the PRC was 4,731 hours, representing an increase of 81 hours as compared to 2010.

In 2011, the generation volume of coal-fired power in China was 3,897.5 billion KWh, representing an increase of 14.07% as compared with the corresponding period last year. On-grid tariff increased following the tariff adjustment by the National Development and Reform Commission in the first half year of 2011 and December 2011. As a result, the Group increased the coal-fired power generation and tariff, which partly offset the cost of coal-fired power generation arising from the surge in coal prices. As such, profitability remained stable.

In 2011, the average rainfall in China was 556.8 millimetres, which was 9% less than usual and was the lowest in 60 years. In particular, the rare occurrence of drought during the original flood period in some of China's southern provinces and cities led to a significant drop in hydropower generation in China and a year-on-year decrease of 376 hours in the average utilisation hours. The hydropower generation level was the lowest over the recent three decades. The rainfall of Hunan Province and Guizhou Province was the lowest since 1951 especially due to a severe drought in the second half of the year. The significant plummet in hydropower output and power generation resulted in the adverse operating environment of hydropower and lower-than-expected profits of the Group.

In 2011, the Group recorded a revenue of approximately RMB16,082,062,000, representing an increase of approximately 11.40% as compared with the corresponding period last year, while the profit attributable to the equity holders of the Company amounted to approximately RMB505,202,000, representing a decrease of approximately 24.25% as compared with the corresponding period last year. The basic earnings per share was approximately RMB0.10, representing a decrease of RMB0.03 from RMB0.13 of the corresponding period last year. Net assets per share, excluding interests of non-controlling shareholders, was RMB2.57.

Attributable Installed Capacity

For the year ended 31 December 2011, the total attributable installed capacity of the Group reached 11,510 MW, of which the capacity of hydropower was 2,906 MW, representing 25.25% of the total attributable installed capacity.

Power Generation and Net Generation

In 2011, the Group grasped the opportunities brought by the growth in power demand to increase the power generation, and the average utilisation hours of coal-fired power reached 5,783 hours, representing an increase of 454 hours as compared to 2010. Due to water shortage in the second half of the year, average utilisation hours of hydro-power for the year amounted to 2,502 hours, representing a decrease of 688 hours as compared with the corresponding period last year. Sales volume of coal-fired power and hydropower of the Group in 2011 reached 38,801,015MWh and 8,590,170MWh respectively, totaling 47,391,185MWh, representing an increase of 3.02% as compared with 46,002,897MWh in 2010.

On-Grid Tariff

In 2011, the average on-grid tariff of coal-fired power of the Group was RMB348.39/MWh, representing an increase of RMB20.14/MWh as compared with the corresponding period last year, while the average on-grid tariff of hydropower of the Group was RMB281.84/MWh, representing an increase of RMB23.13/MWh as compared with 2010.

The increase in the on-grid tariff was mainly attributable to the tariff adjustment made by the National Development and Reform Commission in 2011. After the adjustment, all the on-grid tariffs of the coal-fired power plants of the Group were up to the standard tariff. Tariff of some of the hydropower plants was also raised.

The increase in on-grid tariff of coal-fire power partly offset the increased fuel cost arising from soaring coal prices. The adjustment in on-grid tariff of hydropower alleviated part of the effects of lower power generation on the revenue.

Coal Market and Cost Control

In 2011, the unit fuel cost of the Group was approximately RMB256.19/MWh, representing an increase of approximately 8.69% from RMB235.72/MWh in 2010.

The increase in unit fuel cost was mainly attributable to the shortage of coal supply which led to higher coal prices. Due to the surge in coal prices, the integrated unit cost of standard coal of the Group in 2011 increased by approximately 10.49%.

Although the rising coal price has led to the increase in the cost of coal-fired power generation, the Group implemented refined measures, such as optimization of coal mix, increasing heat value, controlling monthly procurement plan in advance, raising the delivery rate for major customers, minimising the difference in heat value among mining plants and maximising the mixed burning of low-cost coal to control growth of fuel cost. New units with large capacity commenced production while old units were upgraded and renovated. These measures enhanced the Group's equipment efficiency with lower coal consumption and fuel cost.

Significant Investment

In December 2006, the Group acquired 390,876,250 shares of Shanghai Power (whose A shares were listed on the Shanghai Stock Exchange) at a consideration of RMB4.26 per share. On 17 June 2008, Shanghai Power converted its capital reserve into the share capital on the basis of 2 additional shares for every 10 existing shares. The total number of shares held by the Group was increased by 78,175,250 shares to 469,051,500 shares, whereas the shareholding percentage remained at 21.92%.

In 2010, the Group disposed of 65,585,707 shares of Shanghai Power at an average price of approximately RMB4.49 per share. The Group recorded a net investment gain of approximately RMB29,792,000, thus reducing the shareholdings from 21.92% to 18.86%.

The Group recognises its shareholding in Shanghai Power as “Available-for-sale financial assets”. As at 31 December 2011, the fair value of the shareholding held by the Group was approximately RMB1,908,393,000.

Significant Financing Activities

In order to satisfy the capital demand of the development of the Company and minimise the finance costs and improve the asset and liabilities structure of the Company, five-year convertible bonds in the amount of RMB982,000,000 with interest rate of 2.25% per annum were issued by the Company on 13 May 2011 and listed on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) on 17 May 2011. The issue was well received by the market. Given the domestic tightening monetary policy, financing difficulties and interest rate hikes, the proceeds from the issue of the bonds provided crucial liquidity for the Company at relatively lower costs.

New Power Plants

In 2011, among the Group’s coal-fired power projects under construction, Shentou I Power Plant’s “Replacement of Small Units with Large Units” project with two generation units of 600MW, Fuxi Power Plant with two generation units of 600MW and Xintang Power Plant with two cogeneration units of 300MW have a total installed capacity of 3,000MW. Among its hydropower projects, Baishi Power Plant and Tuokou Power Plant have a total installed capacity of 1,850MW. Among which, a 600MW power generation unit of Fuxi Power Plant has completed and commenced production in November. Currently, such projects all go smoothly.

Environmental Protection and Energy Conservation

The Group puts high priority on environmental protection and shoulders social responsibilities. The Group fully utilized the hydropower and generated clean energy. The hydropower generation to the total power generation of the Company was 17.39%. The Group strengthened environmental protection management of its coal-fired power generation units by installing all coal-fired power generation units with desulphurisation facilities which resulted in lower discharge of pollutants with a desulphurisation rate of 93.57%. The Group actively developed energy saving and consumption reduction measures and achieved an average in coal consumption rate of 319.40g/KWh for power generation in 2011, representing a decrease of 5.12g/KWh as compared with the

corresponding period last year.

Operating Results of 2011

In 2011, revenue of the Group was approximately RMB16,082,062,000, representing an increase of approximately 11.40% as compared with the corresponding period last year. Profit attributable to equity holders of the Group was approximately RMB505,202,000, representing a decrease of approximately 24.25% as compared with the corresponding period last year.

In 2011, the net profit of the Group amounted to approximately RMB588,370,000, representing a decrease of approximately RMB277,885,000 as compared with the corresponding period last year. Among which, the net profit of coal-fired power amounted to RMB364,967,000 while the net profit of hydropower amounted to RMB223,403,000, representing a profit contribution ratio of 1.63: 1.

The net profit decreased as compared to 2010 mainly due to the following factors:

- In 2011, the average unit fuel costs of coal-fired power plants increased by 10.49% as compared with the corresponding period last year and resulting in a decrease of RMB943,402,000 in net profit.
- In 2011, the hydropower generation decreased by 2,231,418MWh as compared with the corresponding period last year which resulted in a decrease of RMB577,281,000 in net profit of the Group.

However, the decrease was partially offset by the following:

- Due to the tariff adjustment and retroactive tariff adjustments carried out in 2011, the average selling price increased and contributed net profit of approximately RMB980,173,000 to the Group.
- In 2011, coal-fired power generation increased by 3,619,706MWh as compared with the corresponding period last year, contributing net profit of RMB334,957,000 to the Group.

Revenue

In 2011, revenue of the Group was approximately RMB16,082,062,000, representing an increase of 11.40% as compared with approximately RMB14,436,659,000 of the corresponding period last year. The increase in revenue was mainly attributed to the tariff adjustment and the increase in coal-fired power generation in 2011 which resulted in rising operating income.

Segment Information

The reportable segments identified by the Group are now the “Generation and sales of coal-fired electricity” and “Generation and sales of hydropower electricity”.

Operating Costs

Operating costs of the Group mainly comprises of fuel costs, repairs and maintenance, depreciation and amortisation, staff costs, consumables and other operating expenses.

In 2011, operating costs of the Group amounted to approximately RMB14,108,455,000, representing an increase of 15.71% as compared with approximately RMB12,193,117,000 of the corresponding period last year. The increase was mainly due to the increase in fuel costs and depreciation.

Fuel costs were the largest component of the Group's operating costs. In 2011, the fuel costs of the Group was approximately RMB9,940,476,000, representing 70.46% of the total operating costs and an increase of 19.87% over approximately RMB8,292,780,000 of the corresponding period last year. Unit fuel costs was approximately RMB256.19/MWh, representing an increase of 8.69% over approximately RMB235.72/MWh of the corresponding period last year.

Operating Profit

In 2011, the Group's operating profit was approximately RMB2,273,429,000, representing a decrease of 11.28% as compared with the operating profit of approximately RMB2,562,596,000 of the corresponding period last year.

Finance Costs

In 2011, finance costs of the Group amounted to approximately RMB1,572,016,000, representing an increase of 3.83% as compared with approximately RMB1,514,064,000 of the corresponding period last year. In the first half of 2011 and the end of 2010, the Company issued convertible bonds and RMB denominated bonds which increased its total loan amount respectively.

Share of Results of Associated Companies

In 2011, the share of losses of associated companies was approximately RMB4,073,000, representing a decrease of profits approximately RMB116,400,000 as compared with approximately RMB112,327,000 of the corresponding period last year. The losses were mainly attributed to the decrease of profits of Changshu Power Plant and loss incurred by Liyujiang Power Plant due to the increase in coal prices.

Taxation

Taxation charges of the Group for 2011 were approximately RMB193,849,000, representing a decrease of approximately RMB186,378,000 as compared with approximately RMB380,227,000 of the corresponding period last year.

Among the coal-fired power plants of the Group in 2010, the preferential tax treatment "First two years exemption and subsequent three years 50% reduction" of Pingwei Power Plant, Yaomeng Power Plant, Changshu Power Plant and Shentou I Power Plant has been expired.

However according to the relevant PRC income tax rules and regulations, special income tax rates have been granted to them as being foreign invested enterprises which are engaged in the energy, transportation or infrastructure activities and these coal-fired power plants are subject to an income tax rate of 24% for the year. The preferential tax treatment “First two years exemption and subsequent three years 50% reduction” of Pingwei Power Plant II ended in 2011. The preferential tax treatment “First two years exemption and subsequent three years 50% reduction” of Yaomeng Power Plant II and Dabieshan Power Plant will end in 2012. All hydropower plants of the Group are subject to the applicable tax rate of 25% for the year (the applicable tax rate of some small hydropower plants in Sichuan is less than 25%)

Profit Attributable to Equity Holders of the Company

In 2011, the profit attributable to equity holders of the Company was approximately RMB505,202,000, representing a decrease of approximately RMB161,690,000 as compared with approximately RMB666,892,000 of the corresponding period last year.

Earnings per Share and Final Dividend

In 2011, the basic and diluted earnings per share attributable to equity holders of ordinary shares of the Company was approximately RMB0.10 and RMB0.10 respectively.

At the Board meeting held on 23 March 2012, the Board recommended the payment of a final dividend for the year ended 31 December 2011 of RMB0.045 (equivalent to HK\$0.0555) per ordinary share (2010: RMB0.045 (equivalent to HK\$0.0535) per ordinary share), totaling RMB229,818,000 (2010: RMB229,818,000).

Liquidity and Financial Resources

As at 31 December 2011, cash and cash equivalents of the Group were approximately RMB1,179,817,000 (31 December 2010: RMB977,365,000). The Group derived its funds mainly from cash inflow from operating activities, bank borrowings, project finance and corporate bonds whereas current assets amounted to approximately RMB6,447,187,000 (31 December 2010: RMB3,775,273,000) and current ratio was 0.48 times (31 December 2010: 0.31 times).

Debts

As at 31 December 2011, total borrowings of the Group amounted to approximately RMB41,915,836,000 (31 December 2010: RMB38,069,993,000). All of the Group’s bank and other borrowings are denominated in Renminbi, Japanese Yen (“JPY”) and United States Dollars (“USD”).

Set out below are details of the bank and other borrowings of the Group as at 31 December 2011 and 2010:

	2011	2010
	<i>RMB'000</i>	<i>RMB'000</i>
Bank borrowings, secured	21,526,381	17,589,427
Bank borrowings, unsecured	11,256,810	13,148,715
Corporate bonds issued by the Company	800,000	800,000
Convertible bonds issued by the Company	853,454	-
Corporate bonds issued by Wu Ling Power	1,994,020	993,239
Borrowings from group companies	4,985,911	5,203,411
Other borrowings	499,260	335,201
	<u>41,915,836</u>	<u>38,069,993</u>

The above bank and other borrowings were repayable as follows:

	2011	2010
	<i>RMB'000</i>	<i>RMB'000</i>
Within one year	9,352,255	9,097,101
In the second year	3,601,660	2,249,636
In the third to fifth year	9,736,804	9,225,703
After the fifth year	19,225,117	17,497,553
	<u>41,915,836</u>	<u>38,069,993</u>

Included in the above bank and other borrowings, about approximately RMB12,831,217,000 (2010: RMB11,256,564,000) are subject to fixed interest rates and the others are subject to adjustment based on the corresponding rules of People's Bank of China and bearing interest at rates ranging from 4.78% to 7.76% (2010 : 3.93% to 6.40%) per annum.

In December 2010, the Company issued in Hong Kong certain RMB denominated corporate bonds amounted to RMB800,000,000 which bear interest at 3.20% per annum for 5 years at maturity.

In May 2011, the Company issued 5-year convertible bonds which totaled RMB982,000,000 and bear interest at 2.25% per annum. The bonds were listed on the Stock Exchange on 17 May 2011.

The debts incurred by the Group will be used for general corporate purpose, including capital expenditure and working capital requirements.

The Group's debt to equity ratio (total borrowings/shareholders' equity) as at 31 December 2011 and 31 December 2010 were approximately 319.36% and 311.07% respectively.

Capital Expenditure

In 2011, capital expenditure of the Group was approximately RMB7,484,509,000, which was primarily used for the construction of new power generation units and technical upgrade projects for existing power generation units. Sources of funds were mainly from project financing, bonds and self-generated funds.

Risk Management

The investment and business operation of the Group are exposed to risks from exchange rates, interest rates, commodity prices and liquidity. Affected by factors such as the uncertainties of global financial condition, the tightening of China's credit policies and the soaring coal prices, the financial risks and operational risks that the Group encountered increased.

To effectively control its risk exposure, the Group has implemented all-round risk management and has established a systematic, comprehensive risk management mechanism and internal control system. It has a designated risk management department in place for execution and implementation of risk management measures.

After the Company acquired Wu Ling Power in 2009, the consolidated gearing ratio rose significantly which intensified the Group's financial risks. In order to control liquidity risks, the Group adjusted the structure for strategic development, increased its strength in fund concentration management and adopted measures to control the asset and liability scale, so as to achieve a reasonable level of gearing ratio.

Foreign Exchange Rate Risks

The Group is principally operating business in Mainland China, with most transactions denominated in Renminbi. Except certain cash and bank balances and bank borrowings, most of the Group's assets and liabilities were denominated in Renminbi. The acquisition of Wu Ling Power increased the borrowings denominated in JPY and USD. Expected rise in Renminbi exchange rate and JPY exchange rate fluctuation resulted in the increase in the Group's fluctuation in exchange gain/loss, thereby affecting its financial condition and operating results. As at 31 December 2011, the balance of the Group's borrowings denominated in foreign currencies amounted to approximately RMB1,729,702,000 (31 December 2010: RMB2,181,463,000).

A subsidiary of the Group, Wu Ling Power, entered into a derivative financial instrument contract with a view to managing the foreign exchange exposure of its JPY borrowings. The derivative financial instrument contract is mainly to sell USD for JPY with an aggregate nominal principal amount of JPY2,861,672,000 (31 December 2010: JPY3,251,900,000).

Pledge of Assets

As at 31 December 2011, the Group pledged its property, plant and equipment with a net book value of approximately RMB555,619,000 (31 December 2010: RMB439,248,000) to certain banks to secure bank loans in the amount of RMB277,320,000 (31 December 2010: RMB150,500,000). In addition, certain bank borrowings were secured by the rights on accounts receivable of certain subsidiaries of the Group. The accounts receivable secured under these facilities as at 31 December 2011 amounted to approximately RMB1,161,965,000 (31 December 2010: RMB1,208,989,000).

Contingent Liabilities

As at 31 December 2011, the Group had no material contingent liabilities.

Employees

As at 31 December 2011, the Group had a total of 7,892 full-time employees.

The Group put great emphasis on the establishment of performance evaluation as well as rewarding and punishment mechanism. The Group determined the emoluments of its directors and employees based on their respective performance, work experience, duties and the prevailing market rates. The Group also implemented incentive policy linking emoluments with performance.

The Group also focused on the training of employees and communication between employees of different positions. It continued to improve the professional and technical skills and overall competence of its employees to satisfy the needs of its expanding business.

Outlook for 2012

In 2012, the growth of China's economy will slow down due to the global economic downturn under the worsening European debt crisis. Although the growth of electricity demand will be dampened, it will remain its upward trend. As for coal prices, the National Development and Reform Commission has implemented temporary price intervention measures to limit the surge in the electricity and coal prices of major contracts. However, the electricity and coal prices remain high and cost pressure lingers. Besides, the National Development and Reform Commission raised the tariff in December 2011 which will have positive effects on the electricity industry in 2012. In addition, the economic development of China remains satisfactory and will be favourable to the electricity industry. With the changes of the macro economy, adverse factors such as the expectation of inflation and interest hikes will be mitigated while capital pressure will be alleviated and financial conditions will be improved.

In 2012, the Group will adapt to internal and external changes in response to the complicated market environment. It will speed up its restructuring and focused on its major strategies to enhance its competitive edges. The Group will endeavor to maintain its healthy operation by adhering to the "Two prices and one volume" (tariff, coal price and power generation) principle and improving operation efficiency. It will strive for technological innovation and speed up equipment renewal and update to achieve energy

conservation and emission reduction. Management structure will also be optimised to strengthen its management capabilities and create synergies. By closely monitoring the trend of the capital market, the Group will reinforce its communication with investors to build a positive market image. With its commitment to its human oriented corporate culture of “still water runs deep”, the Company will strengthen its competence.

Audit Committee and Review of Accounts

The audit committee of the Company (the “Audit Committee”), which comprises three independent non-executive Directors, has discussed and reviewed with management the annual results and the consolidated accounts for the year ended 31 December 2011.

Purchase, Sale or Redemption of Listed Securities of the Company

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the listed securities of the Company during the year ended 31 December 2011.

Code on Corporate Governance Practices

The Company always strives to raise the standard of its corporate governance and regards corporate governance as part of value creation. This reflects the commitment of the Board and senior management on abiding by the standards of corporate governance, as well as our willingness to maintain transparency and accountability to maximise the value of our shareholders as a whole.

Except for the deviation from Rules A.2.1 and A.4.2 of the Code on Corporate Governance Practices as set out in Appendix 14 to the Listing Rules (the “Code”) (as stated below), the Company has strictly complied with the code provisions of the Code in 2011.

Rule A.2.1 of the Code requires that the roles of the chairman and the chief executive officer should be separate and not be performed by the same individual. Currently, Ms. Li Xiaolin assumes both positions concurrently. The Board believes that Ms. Li Xiaolin shall concurrently act as the chief executive officer with a view to ensuring the effective development of long-term business strategies of the Company and implementation of business plans of the Company. Meanwhile, the Company has established an executive committee, which comprises certain executive Directors and senior management. Regular meetings are convened to make decisions on matters concerning the ordinary management and business of the Company.

Rule A.4.2 of the Code requires that all Directors appointed to fill a casual vacancy should be subject to election by shareholders at the first general meeting after their appointment, and that every Director, including those appointed for a specific term, should be subject to retirement by rotation at least once every three years.

In accordance with the articles of association of the Company, the executive Director who is also the chief executive officer of the Company shall not be subject to retirement by rotation which reflects the importance of this position and ensures that the impact of the change of personnel on the operation of the Company is kept minimal. All the other Directors will be subject to retirement at every annual general meeting after the annual

general meeting in year 2007.

The Company will also ensure that all Directors (with the exception of the executive Director who is also the chief executive officer of the Company) are subject to retirement by rotation and re-election at least once every three years to comply with the code provisions of the Code.

Securities Transactions by Directors

The Company has adopted a set of Code of Conduct for Securities Transactions by Directors (“Code of Conduct”), the terms of which are no less than the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules. Having made specific inquiries to all Directors, they confirmed that they have complied with the Code of Conduct throughout the annual period of 2011.

Publication of Results Announcement on the Websites of the Stock Exchange and the Company

This results announcement is published on the website of the Stock Exchange at <http://www.hkexnews.hk> and on the Company’s websites at <http://www.chinapower.hk> and <http://www.irasia.com/listco/hk/chinapower/index.htm> respectively.

The 2011 annual report will be sent to those shareholders of the Company who have selected to receive the printed version of corporate communication only, and the soft copy of the annual report will also be made available for review on the above websites in due course.

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

By order of the Board
China Power International Development Limited
Li Xiaolin
Chairman and Chief Executive Officer

Hong Kong, 23 March 2012

As at the date of this announcement, the directors of the Company are: executive directors Li Xiaolin and Gu Dake, non-executive directors Guan Qihong and Gu Zhengxing, and independent non-executive directors Kwong Che Keung, Gordon, Li Fang and Tsui Yiu Wa, Alec.