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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)

**RESOLUTIONS PASSED AT
2018 ANNUAL GENERAL MEETING
AND
2018 FINAL DIVIDEND**

This announcement sets out the resolutions passed at the AGM convened on 12 June 2019.

THE CONVENING OF AND ATTENDANCE AT THE AGM

Reference is made to the notice of 2018 annual general meeting (the “**AGM**” or the “**Meeting**”) of Huaneng Power International, Inc. (the “**Company**”) dated 26 April 2019.

The AGM was held at 9:00 a.m. on 12 June 2019 at Conference Room A102, Huaneng Building, 6 Fuxingmennei Street, Xicheng District, Beijing, the People's Republic of China (“**PRC**”). The convening of the Meeting was in compliance with the Company Law of the PRC and relevant provisions of the Articles of Association of the Company. The Meeting was convened by the board of directors of the Company. After election by more than one half of the Directors, Huang Jian (Director), presided over the Meeting as the chairman of the Meeting. 4 out of 12 directors of the Company attended the meeting. Shu Yinbiao (Chairman), Wang Yongxiang (Director), Mi Dabin (Director), Guo Hongbo (Director), Cheng Heng (Director), Lin Chong (Director), Liu Jizhen (Independent Director) and Xu Haifeng (Independent Director) were unable to attend the meeting due to work reasons. 1 out of 6 supervisors of the Company attended the meeting. Ye Xiangdong (Chairman of Supervisory Committee), Mu Xuan (Supervisor), Zhang Mengjiao (Supervisor), Gu Jianguo (Supervisor), Zhang Xiaojun (Supervisor) and Zhang Xiancheng (Supervisor) were unable to attend the meeting due to work reasons. The Company Secretary and other relevant senior management of the Company attended the Meeting.

As at the record date (i.e. 12 June 2019), there were totally 15,698,093,359 shares of the Company entitled to attend the AGM to vote for or against the resolutions tabled thereat. Details of the shareholders and their proxies who attended the AGM which are set out below:

1. Number of Shareholders and proxies who attended the AGM (person(s))	36
Of which: A Shares	28
H Shares	8
2. Total number of Shares carrying voting rights held by Shareholders who attended the meeting (share)	10,434,305,035
Of which: A Shares	8,738,373,262
H Shares	1,695,931,773
3. Percentage of the total number of Shares held by Shareholders and proxies who attended the AGM relative to the total number of Shares carrying voting rights of the Company (%)	66.468614%
Of which: A Shares	55.665189%
H Shares	10.803425%

According to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Listing Rules**”), no persons should abstain from voting on the resolutions tabled at the Meeting. The Company was not aware of any parties indicating their intention to vote only against the resolutions proposed at the Meeting. Save as disclosed above and so far as is known to the Company, none of our shareholders was entitled to attend and abstain from voting in favour of the resolutions at the Meeting as set out in Rule 13.40 of the Hong Kong Listing Rules.

Pursuant to the Hong Kong Listing Rules, the H Share Registrar of the Company (Hong Kong Registrars Limited) was appointed as the scrutineer at the Meeting for the purpose of vote-takings.

STATUS OF THE RESOLUTIONS

After reviewing the resolutions proposed by the board of directors, the shareholders of the Company and their proxies present at the Meeting resolved through voting by way of poll to approve the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the working report from the Board of Directors of the Company for 2018

10,431,332,954 shares, representing approximately 99.993730% of the total number of shares held by the shareholders (including proxies) present at the AGM carrying voting rights, voted for and 487,907 shares voted against.

2. To consider and approve the working report from the Supervisory Committee of the Company for 2018

10,431,276,274 shares, representing approximately 99.993187% of the total number of shares held by the shareholders (including proxies) present at the AGM carrying voting rights, voted for and 544,627 shares voted against.

3. To consider and approve the audited financial statements of the Company for 2018

10,431,308,354 shares, representing approximately 99.993494% of the total number of shares held by the shareholders (including proxies) present at the AGM carrying voting rights, voted for and 512,547 shares voted against.

4. To consider and approve the profit distribution plan of the Company for 2018

10,432,410,288 shares, representing approximately 99.981842% of the total number of shares held by the shareholders (including proxies) present at the AGM carrying voting rights, voted for and 1,894,667 shares voted against.

SPECIAL RESOLUTIONS

5. Proposals regarding the issue of short-term debentures, super short term debentures and debt financing instruments (by way of non-public placement) by the Company

- 5.1 To consider and approve the proposal regarding the issue of short-term debentures by the Company

10,353,418,864 shares, representing approximately 99.224806% of the total number of shares held by the shareholders (including proxies) present at the AGM carrying voting rights, voted for and 80,886,131 shares voted against.

- 5.2 To consider and approve the proposal regarding the issue of super short-term debentures by the Company

10,353,482,184 shares, representing approximately 99.225413% of the total number of shares held by the shareholders (including proxies) present at the AGM carrying voting rights, voted for and 80,822,771 shares voted against.

- 5.3 To consider and approve the proposal regarding the issue of debt financing instruments (by way of non-public placement)

10,353,238,824 shares, representing approximately 99.223081% of the total number of shares held by the shareholders (including proxies) present at the AGM carrying voting rights, voted for and 81,066,131 shares voted against.

6. To consider and approve the proposal regarding the granting of the general mandate of issue domestic and/or overseas debt financing instruments

10,353,401,664 shares, representing approximately 99.224642% of the total number of shares held by the shareholders (including proxies) present at the AGM carrying voting rights, voted for and 80,902,451 shares voted against.

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

9,440,676,095 shares, representing approximately 90.477288% of the total number of shares held by the shareholders (including proxies) present at the AGM carrying voting rights, voted for and 993,628,860 shares voted against.

8. To consider and approve the proposal regarding the amendments to the articles of association of the Company

10,433,241,008 shares, representing approximately 99.989803% of the total number of shares held by the shareholders (including proxies) present at the AGM carrying voting rights, voted for and 1,063,947 shares voted against.

ORDINARY RESOLUTION

9. To consider and approve the proposal regarding the provision of guarantee by Shandong Company to its subsidiary

10,346,005,244 shares, representing approximately 99.153756% of the total number of shares held by the shareholders (including proxies) present at the AGM carrying voting rights, voted for and 88,298,911 shares voted against.

2018 FINAL DIVIDEND

Closure of Register of Members of H Shares

In order to determine the H Shareholders entitled to receive the final dividend for financial year ended 31 December 2018 (“**2018 Final Dividend**”), the Company will suspend registration of transfer of H Shares from 21 June 2019 to 27 June 2019 (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 Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong by no later than 4:30 p.m. on 20 June 2019. The H Shareholders whose names are recorded in the register of members of the Company on 27 June 2019 are entitled to receive the 2018 Final Dividend.

TAXATION ON RECEIPT OF THE PROPOSED 2018 FINAL DIVIDEND

Non-resident Enterprise Income Tax

In accordance with the “Enterprise Income Tax Law of China” and its implementation regulations which came into effect on 1 January 2008, the Company is required to withhold and pay enterprise income tax at the rate of 10% on behalf of the non-resident enterprise shareholders whose names appear on the register of members for H share of the Company when distributing 2018 Final Dividends to them. For H shares of the Company registered other than in the name(s) of individual(s), including HKSCC Nominees Limited, other nominees, trustees, or other organizations or groups, shall be deemed to be shares held by non-resident enterprise shareholder(s). On the basis, enterprise income tax shall be withheld from dividends payable to such shareholder(s).

The Company shall comply with the relevant rules and regulations to withhold and pay enterprise income tax on behalf of the relevant shareholders with reference to the register of members of the Company as of the record date.

Profit Appropriation for Investors of Northbound Trading

For investors of The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) (including enterprises and individuals) investing in the A Shares of the Company listed on the Shanghai Stock Exchange (the “**Northbound Trading**”), their dividends will be distributed in RMB by the Company through China Securities Depository and Clearing Corporation Limited to the account of the nominee holding such Shares. The Company will withhold and pay income taxes at the rate of 10% on behalf of those investors and will report to the tax authorities for such withholding.

For investors of Northbound Trading who are tax residents of other countries and whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of lower than 10%, those enterprises and individuals may, or may entrust a withholding agent to, apply to the competent tax authorities for the entitlement of the rate under such tax treaty. Upon approval by the tax authorities, the paid amount in excess of the tax payable based on the tax rate according to such tax treaty will be refunded.

The record date and the date of appropriation of cash dividends and other arrangements for the investors of Northbound Trading will be the same as those for the holders of A Shares of the Company.

Profit Appropriation for Investors of Southbound Trading

For investors (including enterprises and individuals) investing in the H Shares of the Company listed on Hong Kong Stock Exchange through the Shanghai Stock Exchange and the Shenzhen Stock Exchange (the “**Southbound Trading**”), the Company has entered into the Agreement on Appropriation of Cash Dividends of H Shares for Southbound Trading (港股通H股股票現金紅利派發協議) with China Securities Depository and Clearing Corporation Limited, pursuant to which, China Securities Depository and Clearing Corporation Limited, as the nominee of the holders of H Shares for Southbound Trading, will receive all cash dividends distributed by the Company and distribute the cash dividends to the relevant investors of H Shares of Southbound Trading through its depository and clearing system. The cash dividends for the investors of H Shares of Southbound Trading will be paid in RMB.

Pursuant to the Notice on the Tax Policies Related to the Pilot Program of the Shanghai-Hong Kong Stock Connect (關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知) (Caishui [2014] No. 81) and the Notice on Tax Treatment For the Pilot Program of Shenzhen-Hong Kong Stock Connect of the Ministry of Finance, State Administration of Taxation and the China Securities Regulatory Commission (Cai Shui [2016] No. 127), for dividends received by domestic investors from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect, the companies of such H shares shall withhold and pay individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect, the tax payable shall be the same as that for individual investors. The companies of such H shares will not withhold and pay the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax themselves.

The record date and the date of appropriation of cash dividends and other arrangements for the investors of Southbound Trading will be the same as those for the holders of H Shares of the Company.

General Information

Should the H-share holders of the Company have any doubt in relation to the aforesaid arrangements, they are recommended to consult their tax advisors for relevant tax impact in Mainland China, Hong Kong and other countries (regions) on holding and disposal of the A Shares and/or H shares of the Company.

Investors should note that the Company has no obligations and will not be responsible for confirming the identities of any shareholders. The Company will withhold the relevant income tax according to the relevant regulatory requirements of tax authorities, based on the information contained in the register of members on the record date.

The 2018 Final Dividend at RMB0.10 (tax inclusive) for each ordinary share of the Company after deduction of the relevant income tax and in Hong Kong dollars is expected to be sent to holders of H Shares whose names appeared on the H Share register of members of the Company on the record date of 27 June 2019 by ordinary post at their own risk or, if applicable, by direct transfer to relevant holders of H shares at their designated bank account, on or before 28 August 2019. The exchange rate for dividend paid in Hong Kong dollars was HKD1 to RMB0.85466.

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:

Shu Yinbiao
(Executive Director)
Huang Jian
(Non-executive Director)
Wang Yongxiang
(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
13 June 2019