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中国大唐集团新能源股份有限公司

China Datang Corporation Renewable Power Co., Limited*

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 01798)

**ANNOUNCEMENT
PROPOSED AMENDMENTS TO ARTICLES OF ASSOCIATION
APPOINTMENT OF JOINT COMPANY SECRETARY**

PROPOSED AMENDMENTS TO ARTICLES OF ASSOCIATION

The board of directors (the “**Board**”) of China Datang Corporation Renewable Power Co., Limited (the “**Company**”) hereby announces that, at the Board meeting held on 17 March 2017, the Board unanimously approved the proposed amendments to the articles of association of the Company (the “**Articles of Association**”), and agreed to submit such amendments to the 2016 annual general meeting of the Company for shareholders’ consideration and approval.

The Board proposed to include the general counsel system in the Articles of Association as Chapter XIII. The contents of other chapters and articles shall remain unchanged, but the numbers thereof shall be adjusted accordingly due to the inclusion of the new chapter.

Particulars of the newly-added Chapter XIII are as follows:

“Article 138

The Company shall have one general counsel and if necessary, one vice general counsel, who shall assist the work of the general counsel.

The general counsel and the vice general counsel shall be nominated by the general manager and appointed by the Board.

The term of office of the general counsel and the vice general counsel shall be three years, renewable upon re-appointment.

Article 139

The general counsel of the Company shall be accountable to the general manager and discharge the following duties:

- (1) to take full charge of legal affairs and legal risk prevention and coordinate legal affairs arising from decision-making, operation and management;
- (2) to set up and improve the legal affairs management organization for the Company and its subsidiaries and to organise and lead the work of such organization;
- (3) to participate in material operation decision-making, to ensure the legality of decision and to give opinions and suggestions on relevant legal issues;
- (4) to organise the formulation and implementation of development plan and regulations for the work of general counsel and to organise business trainings on legal management;
- (5) to organise the formulation and implementation of plan on legal risk prevention and to conduct evaluation, warning and rectification for legal risk;
- (6) to organise the formulation and implementation of plan on and arrangement for system management of the Company;
- (7) to organise the formulation and implementation of plan on and arrangement for law dissemination;
- (8) to organise the formulation and implementation of plan on and arrangement for contract management;
- (9) to approve the application of functional departments and the subsidiaries to legal affairs management organization for proceeding with legal affairs;
- (10) to determine the appointment of external lawyer for the Company;
- (11) to give corrective opinions regarding the behaviours in violation of laws and regulations in operation, and to supervise or assist relevant departments in rectification;
- (12) to make decisions on compromise, mediation, arbitration or lawsuit in connection with disputes involving material interests of the Company;
- (13) to discharge other duties falling into the scope of service for the general counsel of the Company.

Article 140

The general counsel shall submit a written work report to the general manager in January each year.

Article 141

No organization or individual shall violate the procedure so as to intervene the general counsel to discharge his/her duties, and relevant departments shall proactively cooperate with the general counsel in discharging such duties.”

APPOINTMENT OF JOINT COMPANY SECRETARY

Reference is made to the announcement of the Company dated 11 January 2017, in relation to Mr. Chen Yong’s resignation as the joint company secretary of the Company. The Board further announces that, the Board unanimously approved the appointment of Mr. Jia Hong in replacement of Mr. Chen Yong as one of the joint company secretaries of the Company for a term of three years with effect from the date of this announcement. Meanwhile, Ms. Kwong Yin Ping Yvonne will continue to serve as another joint company secretary of the Company.

The biographical details of Mr. Jia Hong are as follows:

Mr. Jia Hong, born in April 1965, has been the director of Capital Operation and Equity Management Department of China Datang Corporation since January 2017. Mr. Jia Hong served successively as the chief financial officer and director of the Audit Department, secretary of the board of directors at China Power Media Group Co., Ltd. (中國電力傳媒集團有限公司) and executive director and general manager of China Power Media Group Wuhan Company (中電傳媒(武漢)有限公司) from October 2013 to December 2016. He served successively as deputy director and director of the finance department and chief financial officer at China Power Media Corporation Limited (中電傳媒股份有限公司) from November 2007 to September 2013, chief accountant at Tongxin Certified Public Accountants (同新會計師事務所) from October 2003 to November 2007, audit manager at Zhongruihua Certified Public Accountants (中瑞華會計師事務所) from January 2000 to September 2003, accountant and director of the finance department of Keyu Pump Plant of China Institute of Water Resources and Hydropower Research (中國水利水電科學研究院科禹泵廠) from September 1990 to January 2000, worker at the Instrument Factory of China Institute of Water Resources and Hydropower Research (中國水利水電科學研究院儀器工廠) from July 1983 to August 1990. From September 2005 to January 2008, Mr. Jia Hong studied in Accounting (top-up degree programme) at the School of Continuing Education of Renmin University of China (中國人民大學繼續教育學院) and obtained his bachelor’s degree in January 2008. Mr. Jia Hong has obtained qualifications of PRC Certified Public Accountant, PRC Certified Public Valuer and PRC Registered Tax Agent.

Upon consideration of the background and experience of Mr. Jia Hong, the Board is of the view that Mr. Jia Hong does not possess the relevant requirement under Rule 3.28 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), but Mr. Jia Hong has the capacity to discharge his functions as the joint company secretary of the Company. The Company has made an application to the Stock Exchange for, and the Stock Exchange has granted to the Company, a waiver from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules for three years with effect from 17 March 2017 (the “**Waiver Period**”), on condition that Mr. Jia Hong will be assisted by Ms. Kwong Yin Ping Yvonne during the Waiver Period to acquire the relevant experience to discharge his functions as a joint company secretary. The waiver will be revoked with immediate effect when Ms. Kwong Yin Ping Yvonne ceases to assist Mr. Jia Hong, or be withdrawn or changed if the Company’s situation changes. Upon expiry of the term of the waiver, the Company must notify the Stock Exchange and the Stock Exchange will re-visit relevant situation. With the assistance of Ms. Kwong Yin Ping Yvonne, it is expected that Mr. Jia Hong will satisfy the requirements under Rules 3.28 and 8.17 of the Listing Rules upon expiry of the term of the waiver, such that a further waiver will not be necessary.

The Board would like to welcome Mr. Jia Hong to join the Company.

By order of the Board
China Datang Corporation Renewable Power Co., Limited*
Zhang Chunlei
Executive Director

Beijing, the PRC, 17 March 2017

As at the date of this announcement, the executive directors of the Company are Mr. Zhang Chunlei and Mr. Hu Guodong; the non-executive directors are Mr. Wang Yeping, Mr. Liu Guangming, Mr. Liang Yongpan and Mr. Liu Baojun; and the independent non-executive directors are Mr. Liu Chaoan, Mr. Lo Mun Lam, Raymond and Mr. Yu Shunkun.