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大唐国际发电股份有限公司
DATANG INTERNATIONAL POWER GENERATION CO., LTD.

(a sino-foreign joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 00991)

ANNOUNCEMENT

CONTINUING CONNECTED TRANSACTIONS

FUEL FRAMEWORK AGREEMENTS

On 9 December 2013, the Company and certain of its subsidiaries entered into the Fuel Framework Agreements with certain of the subsidiaries of CDC to carry out the following continuing connected transactions:

1. Sale of coal by Beijing Datang Fuel Company and Hong Kong Company to three subsidiaries of CDC
 - (1) Beijing Datang Fuel Company entered into three Coal Purchase and Sale Framework Agreements (Beijing—Datang) with three subsidiaries of CDC respectively, pursuant to which Beijing Datang Fuel Company agreed to sell coal to each of such three subsidiaries of CDC with a maximum aggregate annual transaction amount of approximately RMB975 million for a term of one year commencing from 1 January 2014 to 31 December 2014.
 - (2) Hong Kong Company entered into three Coal Purchase and Sale Framework Agreements (Hong Kong—Datang) with three subsidiaries of CDC respectively, pursuant to which Hong Kong Company agreed to sell coal to each of such three subsidiaries of CDC with a maximum aggregate annual transaction amount of approximately RMB970 million, for a term of one year commencing from 1 January 2014 to 31 December 2014.
2. Purchase of coal by the Company from Beijing Datang Fuel Company and its subsidiary Inner Mongolia Fuel Company
 - (1) The Company entered into the Coal Purchase and Sale Framework Agreement (Beijing) with Beijing Datang Fuel Company, pursuant to which the Company agreed to purchase coal from Beijing Datang Fuel Company with a maximum aggregate annual transaction amount of approximately RMB40,500 million for a term of one year commencing from 1 January 2014 to 31 December 2014.

(2) The Company entered into the Coal Purchase and Sale Framework Agreement (Inner Mongolia) with Inner Mongolia Fuel Company, pursuant to which the Company agreed to purchase coal from Inner Mongolia Fuel Company with a maximum aggregate annual transaction amount of approximately RMB6,081 million for a term of one year commencing from 1 January 2014 to 31 December 2014.

3. Sale of coal by Hong Kong Company to Beijing Datang Fuel Company and certain subsidiaries of the Company along the coast

(1) Hong Kong Company entered into the Coal Purchase and Sale Framework Agreement (Hong Kong—Beijing) with Beijing Datang Fuel Company, pursuant to which Hong Kong Company agreed to sell coal to Beijing Datang Fuel Company, with a maximum aggregate annual transaction amount of approximately RMB2,740 million for a term of one year commencing from 1 January 2014 to 31 December 2014.

(2) Hong Kong Company entered into the Coal Purchase and Sale Framework Agreement (Hong Kong—Company) with the Company, pursuant to which Hong Kong Company agreed to sell coal to Lvsigang Power Generation Company and Chaozhou Power Generation Company, both being subsidiaries of the Company, with a maximum aggregate annual transaction amount of approximately RMB3,670 million, for a term of one year commencing from 1 January 2014 to 31 December 2014.

4. Purchase of coal by the Company from Xilinhaote Mining Company

The Company entered into the Coal Purchase and Sale Framework Agreement (Xilinhaote) with Xilinhaote Mining Company, pursuant to which the Company agreed to purchase coal from Xilinhaote Mining Company, with a maximum aggregate annual transaction amount of approximately RMB2,318 million, for a term of one year commencing from 1 January 2014 to 31 December 2014.

TRANSPORTATION SERVICE FRAMEWORK AGREEMENT

On 9 December 2013, Shipping Company entered into the Transportation Service Framework Agreement with Beijing Datang Fuel Company, pursuant to which Shipping Company agreed to provide coal transportation service to Beijing Datang Fuel Company with a maximum aggregate annual transaction amount of approximately RMB385 million for a term of one year commencing from 1 January 2014 to 31 December 2014.

LISTING RULES IMPLICATIONS

As at the date of this announcement, CDC is the controlling Shareholder of the Company, which together with its subsidiaries hold 34.71% of the issued share capital of the Company. Since CDC or its subsidiaries directly or indirectly hold certain equity interests in Beijing Datang Fuel Company, Inner Mongolia Fuel Company, Lvsigang Power Generation Company, Chaozhou Power Generation Company and Xilinhaote Mining Company, which are subsidiaries of the Company, such subsidiaries are connected persons of the Company. The transactions contemplated under the Fuel Framework Agreements and the Transportation Service Framework Agreement constitute continuing connected transactions of the Company.

Since (i) one or more of the applicable percentage ratios in respect of the aggregate transaction amount for the purchase of coal under the Coal Purchase and Sale Framework Agreement (Beijing) and the Coal Purchase and Sale Framework Agreement (Inner Mongolia); (ii) one or more of the applicable percentage ratios in respect of the transaction amount for the purchase of coal under the Coal Purchase and Sale Framework Agreement (Xilinhaote); (iii) one or more of the applicable percentage ratios in respect of the aggregate transaction amount for sale of coal under the Coal Purchase and Sale Framework Agreements (Beijing—Datang) and the Coal Purchase and Sale Framework Agreements (Hong Kong—Datang); and (iv) one or more of the applicable percentage ratios in respect of the transaction amount for sale of coal under each of the Coal Purchase and Sale Framework Agreement (Hong Kong—Beijing) and Coal Purchase and Sale Framework Agreement (Hong Kong—Company) are all higher than 5% (as defined under Rule 14.07 of the Listing Rules), the Fuel Framework Agreements and the respective transaction contemplated thereunder are subject to the reporting and announcement requirements, as well as the independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

Since all of the applicable percentage ratios (as defined under Rule 14.07 of the Listing Rules) in respect of the transaction amount under the Transportation Service Framework Agreement are all higher than 0.1% but below 5%, the Transportation Service Framework Agreement and the transaction contemplated thereunder are subject to the reporting and announcement requirements, but are exempted from the independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

The Company will disclose the relevant details in the next annual report and accounts of the Company in accordance with the relevant requirements as set out in Chapter 14A of the Listing Rules. A circular containing details of the Fuel Framework Agreements, a letter from the independent board committee and a letter from the independent financial advisor, both advising the terms of the Fuel Framework Agreements, will be dispatched to the Shareholders on or before 2 January 2014.

SALE OF COAL BY BEIJING DATANG FUEL COMPANY AND HONG KONG COMPANY RESPECTIVELY TO THREE SUBSIDIARIES OF CDC

1. Coal Purchase and Sale Framework Agreements (Beijing—Datang)

Date: 9 December 2013

Parties: Beijing Datang Fuel Company entered into three agreements with three subsidiaries of CDC respectively

Major terms:

The terms of the three Coal Purchase and Sale Framework Agreements (Beijing—Datang) are materially the same, the material terms of which are summarised as follows:

- (1) Subject matter: Beijing Datang Fuel Company agreed to sell coal to the three subsidiaries of CDC, respectively, during the term of the agreements.

The parties may, from time to time during the term of the agreements, enter into specific sale contracts in respect of the sale of coal, and such specific sale contracts shall be subject to the terms of the Coal Purchase and Sale Framework Agreements (Beijing—Datang).

- (2) Consideration: To be determined in the ordinary course of business on normal commercial terms on the basis of arm's length negotiation according to prevailing market conditions.
- (3) Settlement and payment: Settlement shall be made by the relevant parties in accordance with the settlement invoice confirmed by the parties.
- (4) Term: One year, commencing from 1 January 2014 to 31 December 2014.
- (5) Each of the Coal Purchase and Sale Framework Agreements (Beijing—Datang) shall become effective when it is duly signed by both parties.

Annual cap

It is expected that the maximum transaction amount in respect of the Coal Purchase and Sale Framework Agreements (Beijing—Datang) for the year ending 31 December 2014 is approximately RMB975 million; such amount is determined with reference to (i) the anticipated quantity of coal to be sold by Beijing Datang Fuel Company to the three subsidiaries of CDC for the year ending 31 December 2014; and (ii) the estimated market price of coal.

According to the anticipated demand for coal for the production of the three subsidiaries of CDC for the year ending 31 December 2014, as well as the results of negotiation between the parties, it is expected that the annual cap for the year ending 31 December 2014 is substantially higher than the historical transaction amount.

Historical transaction amounts

Beijing Datang Fuel Company did not sell any coal to the three subsidiaries of CDC for the year ending 31 December 2013.

For the year ended 31 December 2012, Beijing Datang Fuel Company sold coal for a total of RMB164 million, to Heshan Power Generation Company and Xutang Power Generation Company, both being subsidiaries of CDC. In 2012, Beijing Datang Fuel Company did not supply any coal to Huangdao Power Generation Company.

Beijing Datang Fuel Company did not sell any coal to the three subsidiaries of CDC for the year ended 31 December 2011.

2. Coal Purchase and Sale Framework Agreements (Hong Kong—Datang)

Date: 9 December 2013

Parties: Hong Kong Company entered into three agreements with three subsidiaries of CDC respectively

The terms of the three Coal Purchase and Sale Framework Agreements (Hong Kong—Datang) are materially the same, the material terms of which are summarized as follows:

Major terms:

- (1) Subject matter: Hong Kong Company agreed to sell coal to the three subsidiaries of CDC, respectively, during the term of the agreement.

The parties may, from time to time during the term of the agreement, enter into specific sale contracts in respect of the sale of coal, and such specific sale contracts shall be subject to the terms of the Coal Purchase and Sale Framework Agreements (Hong Kong—Datang).

- (2) Consideration: To be determined in the ordinary course of business on normal commercial terms on the basis of arm's length negotiation according to prevailing market conditions.
- (3) Settlement and payment: Settlement shall be made by the relevant parties in accordance with the settlement invoice confirmed by the parties.
- (4) Term: One year, commencing from 1 January 2014 to 31 December 2014.
- (5) Each of the Coal Purchase and Sale Framework Agreements (Hong Kong—Datang) shall become effective when it is duly signed by both parties.

Annual cap

It is expected that the maximum transaction amount in respect of the Coal Purchase and Sale Framework Agreements (Hong Kong—Datang) for the year ending 31 December 2014 is approximately RMB970 million; such amount is determined with reference to (i) the anticipated quantity of coal to be sold by Hong Kong Company to the three subsidiaries of CDC for the year ending 31 December 2014; and (ii) the estimated market price of coal.

Historical transaction amounts

Hong Kong Company did not supply any coal to the three subsidiaries of CDC for the two years ended 31 December 2011 and 31 December 2012, as well as the period from 1 January 2013 to 31 October 2013.

PURCHASE OF COAL BY THE COMPANY FROM BEIJING DATANG FUEL COMPANY AND ITS SUBSIDIARY, INNER MONGOLIA FUEL COMPANY

1. Coal Purchase and Sale Framework Agreement (Beijing)

Date: 9 December 2013

Parties: The Company, Beijing Datang Fuel Company

Major terms:

- (1) Subject matter: the Company agreed to purchase coal from Datang Fuel Company (Beijing) during the term of the agreement.

The parties may, from time to time during the term of the agreement, enter into specific purchase contracts in respect of the purchase of coal, and such specific purchase contracts shall be subject to the terms of the Coal Purchase and Sale Framework Agreement (Beijing).

- (2) Consideration: To be determined in the ordinary course of business on normal commercial terms on the basis of arm's length negotiation according to prevailing market conditions.
- (3) Settlement and payment: Settlement shall be made by the relevant parties in accordance with the settlement invoice confirmed by the parties.
- (4) Term: One year, commencing from 1 January 2014 to 31 December 2014.
- (5) The Coal Purchase and Sale Framework Agreement (Beijing) shall become effective when it is duly signed by both parties.

Annual cap

It is expected that the maximum transaction amount in respect of the Coal Purchase and Sale Framework Agreement (Beijing) for the year ending 31 December 2014 is RMB40,500 million; such amount is determined with reference to (i) the anticipated quantity of coal to be purchased by the Company and its subsidiaries from Beijing Datang Fuel Company for the year ending 31 December 2014; and (ii) the estimated market price of coal.

According to the anticipated demand for coal for the production of the Company and its subsidiaries for the year ending 31 December 2014, as well as the results of negotiation between the parties, it is expected that the annual cap for the year ending 31 December 2014 is substantially higher than the historical transaction amount.

Historical transaction amounts

The transaction amount of purchase of coal by the Company and its subsidiaries from Beijing Datang Fuel Company from 1 January to 31 October 2013 was approximately RMB13,994 million.

The transaction amount of purchase of coal by the Company and its subsidiaries from Beijing Datang Fuel Company for the year ended 31 December 2012 was approximately RMB11,252 million.

The transaction amount of purchase of coal by the Company and its subsidiaries from Beijing Datang Fuel Company for the year ended 31 December 2011 was approximately RMB14,129 million.

2. Coal Purchase and Sale Framework Agreement (Inner Mongolia)

Date: 9 December 2013

Parties: the Company, Inner Mongolia Fuel Company

Major terms:

- (1) Subject matter: The Company agreed to purchase coal from Inner Mongolia Fuel Company during the term of the agreement.

The parties may, from time to time during the term of the agreement, enter into specific purchase contracts in respect of the purchase of coal provided that such specific purchase contracts shall be subject to the terms of the Coal Purchase and Sale Framework Agreement (Inner Mongolia).

- (2) Consideration: To be determined in the ordinary course of business on normal commercial terms on the basis of arm's length negotiation according to prevailing market conditions.
- (3) Settlement and payment: Settlement shall be made by the relevant parties in accordance with the settlement invoice confirmed by the parties.

(4) Term: One year, commencing from 1 January 2014 to 31 December 2014.

(5) The Coal Purchase and Sale Framework Agreement (Inner Mongolia) shall become effective when it is duly signed by the relevant parties.

Annual cap

It is expected that the maximum transaction amount in respect of the Coal Purchase and Sale Framework Agreement (Inner Mongolia) for the year ending 31 December 2014 is RMB6,081 million; such amount is determined with reference to (i) the anticipated quantity of coal to be purchased by the Company and its subsidiaries from Inner Mongolia Fuel Company for the year ending 31 December 2014; and (ii) the estimated market price of coal.

According to the anticipated demand for coal for the production of the Company and its subsidiaries for the year ending 31 December 2014, as well as the results of negotiation between the parties, it is expected that the annual cap for the year ending 31 December 2014 is substantially higher than the historical transaction amount.

Historical transaction amounts

The transaction amount of purchase of coal by the Company and its subsidiaries from Inner Mongolia Fuel Company from 1 January to 31 October 2013 was approximately RMB3,816 million.

The transaction amount of purchase of coal by the Company and its subsidiaries from Inner Mongolia Fuel Company for the year ended 31 December 2012 was approximately RMB4,700 million.

The transaction amount of purchase of coal by the Company and its subsidiaries from Inner Mongolia Fuel Company for the year ended 31 December 2011 was approximately RMB4,400 million.

SALE OF COAL BY HONG KONG COMPANY TO BEIJING DATANG FUEL COMPANY AND CERTAIN OF SUBSIDIARIES OF THE COMPANY ALONG THE COAST

1. Coal Purchase and Sale Framework Agreement (Hong Kong—Beijing)

Date: 9 December 2013

Parties: Hong Kong Company, Beijing Datang Fuel Company

Major terms:

(1) Subject matter: Hong Kong Company agreed to sell coal to Beijing Datang Fuel Company during the term of the agreement.

The parties may, from time to time during the term of the agreement, enter into specific sale contracts in respect of the sale of coal provided that such specific sale contracts shall be subject to the terms of the Coal Purchase and Sale Framework Agreement (Hong Kong—Beijing).

- (2) Consideration: To be determined in the ordinary course of business on normal commercial terms on the basis of arm's length negotiation according to prevailing market conditions.
- (3) Settlement and payment: Settlement shall be made by the relevant parties in accordance with the settlement invoice confirmed by both parties.
- (4) Term: One year, commencing from 1 January 2014 to 31 December 2014.
- (5) The Coal Purchase and Sale Framework Agreement Hong Kong—Beijing shall become effective when it is duly signed by both parties.

Annual cap

It is expected that the maximum transaction amount in respect of the Hong Kong—Beijing Coal Purchase and Sale Framework Agreement for the year ending 31 December 2014 is approximately RMB2,740 million; such amount is determined with reference to (i) the anticipated quantity of coal to be sold by Hong Kong Company to Beijing Datang Fuel Company for the year ending 31 December 2014; and (ii) the estimated market price of coal.

According to the results of negotiation between the parties, it is expected that the annual cap for the year ending 31 December 2014 is substantially higher than the historical transaction amount.

Historical transaction amounts

The transaction amount of sale of coal by Hong Kong Company to Beijing Datang Fuel Company from 1 January to 31 October 2013 was approximately RMB600 million.

The transaction amount of sale of coal by Hong Kong Company to Beijing Datang Fuel Company for the year ended 31 December 2012 was approximately RMB299 million.

The transaction amount of sale of coal by Hong Kong Company to Beijing Datang Fuel Company for the year ended 31 December 2011 was approximately RMB183 million.

2. Coal Purchase and Sale Framework Agreement (Hong Kong—Company)

Date: 9 December 2013

Parties: Hong Kong Company, the Company

Major terms:

- (1) Subject matter: Hong Kong Company agreed to sell coal Lvsigang Power Generation Company and Chaozhou Power Generation Company during the term of the agreement.

The parties may, from time to time during the term of the agreement, enter into specific sale contracts in respect of the sale of coal provided that such specific sale contracts shall be subject to the terms of the Coal Purchase and Sale Framework Agreement (Hong Kong—Company).

- (2) Consideration: To be determined in the ordinary course of business on normal commercial terms on the basis of arm's length negotiation according to prevailing market conditions.
- (3) Settlement and payment: Settlement shall be made by both parties in accordance with the settlement invoice confirmed by the parties.
- (4) Term: One year, commencing from 1 January 2014 to 31 December 2014.
- (5) The Coal Purchase and Sale Framework Agreement (Hong Kong—Company) shall become effective when it is duly signed by the relevant parties.

Annual cap

It is expected that the maximum transaction amount in respect of the Coal Purchase and Sale Framework Agreement (Hong Kong—Company) for the year ending 31 December 2014 is approximately RMB3,670 million; such amount is determined with reference to (i) the anticipated quantity of coal to be sold by Hong Kong Company to the Company for the year ending 31 December 2014; and (ii) the estimated market price of coal.

According to the anticipated demand for coal for the production of Lvsigang Power Generation Company and Chaozhou Power Generation Company for the year ending 31 December 2014, as well as the results of negotiation between the parties, it is expected that the annual cap for the year ending 31 December 2014 is substantially higher than the historical transaction amount.

Historical transaction amounts

The aggregated transaction amount of sale of coal by Hong Kong Company to the Company from 1 January to 31 October 2013 was approximately RMB1,270 million.

The aggregated transaction amount of sale of coal by Hong Kong Company to the Company for the year ended 31 December 2012 was approximately RMB1,285 million.

The aggregated transaction amount of sale of coal by Hong Kong Company to the Company for the year ended 31 December 2011 was approximately RMB742 million.

PURCHASE OF COAL BY THE COMPANY FROM XILINHAOTE MINING COMPANY

Coal Purchase and Sale Framework Agreement (Xilinhaote)

Date: 9 December 2013

Parties: The Company, Xilinhaote Mining Company

Major terms:

- (1) Subject matter: The Company agreed to purchase coal from Xilinhaote Mining Company during the term of the agreement.

The parties may, from time to time during the term of the agreement, enter into specific purchase contracts in respect of the coal purchase provided that such specific purchase contracts shall be subject to the terms of the Coal Purchase and Sale Framework Agreement (Xilinhaote).

- (2) Consideration: To be determined in the ordinary course of business on normal commercial terms on the basis of arm's length negotiation according to prevailing market conditions.
- (3) Settlement and payment: Settlement shall be made by the relevant parties in accordance with the settlement invoice confirmed by the parties.
- (4) Term: One year, commencing from 1 January 2014 to 31 December 2014.
- (5) Coal Purchase and Sale Framework Agreement (Xilinhaote) shall become effective when it is duly signed by both parties.

Annual cap

It is expected that the maximum annual transaction amount in respect of the Coal Purchase and Sale Framework Agreement (Xilinhaote) for the year ending 31 December 2014 is RMB2,318 million; such amount is determined with reference to (i) the anticipated quantity of coal to be purchased by the Company from Xilinhaote Mining Company as at 31 December 2014; and (ii) the estimated market price of coal.

According to the anticipated demand for coal for the production of the Company and its subsidiaries for the year ending 31 December 2014, as well as the results of negotiation between the parties, it is expected that the annual cap for the year ending 31 December 2014 is substantially higher than the historical transaction amount.

Historical transaction amounts

The transaction amount of coal purchased by the Company and its subsidiaries from Xilinhaote Mining Company from 1 January to 31 October 2013 was approximately RMB300 million.

The transaction amount of coal purchased by the Company and its subsidiaries from Xilinhaote Mining Company for the year ended 31 December 2012 was approximately RMB475 million.

The transaction amount of coal purchased by the Company and its subsidiaries from Xilinhaote Mining Company for the year ended 31 December 2011 was approximately RMB346 million.

PROVISION OF TRANSPORTATION SERVICE BY SHIPPING COMPANY TO BEIJING DATANG FUEL COMPANY

Transportation Service Framework Agreement

Date: 9 December 2013

Parties: Shipping Company, Beijing Datang Fuel Company

Major terms:

- (1) Subject matter: Shipping Company agreed to provide coal transportation service to Beijing Datang Fuel Company during the term of the agreement.

The parties may, from time to time during the term of the agreement, enter into specific transportation contracts in respect of the coal transportation services provided that such specific transportation contracts shall be subject to the terms of the Transportation Service Framework Agreement.

- (2) Consideration: To be determined in the ordinary course of business on normal commercial terms on the basis of arm's length negotiation according to prevailing market conditions.
- (3) Settlement and payment: Settlement shall be made by the relevant parties in accordance with the settlement invoice confirmed by the parties.
- (4) Term: One year, commencing from 1 January 2014 to 31 December 2014.
- (5) The Transportation Service Framework Agreement shall become effective when it is duly signed by all parties.

Annual cap

It is expected that the maximum transaction amount in respect of the Transportation Service Framework Agreement for the year ending 31 December 2014 is RMB385 million; such amount is determined with reference to (i) the anticipated quantity of coal to be transported by Shipping Company for Beijing Datang Fuel Company for the year ending 31 December 2014; and (ii) the estimated market fee of coal transportation.

As the anticipated volume of coal to be transported will increase, it is expected that the annual cap for the year ending 31 December 2014 is substantially higher than the historical transaction amount.

Historical transaction amounts

The transaction amount of transportation service provided by Shipping Company to Beijing Datang Fuel Company from 1 January to 31 October 2013 was approximately RMB2.34 million.

The transaction amount of transportation service provided by Shipping Company to Beijing Datang Fuel Company for the year ended 31 December 2012 was approximately RMB0.85 million.

The Shipping Company did not conduct any transaction in relation to coal transportation with Beijing Datang Fuel Company for the year ended 31 December 2011.

REASONS FOR AND BENEFITS OF ENTERING INTO THE FUEL FRAMEWORK AGREEMENTS AND THE TRANSPORTATION SERVICE FRAMEWORK AGREEMENT

The centralised sale of coal for power generation by Beijing Datang Fuel Company and Hong Kong Company to the power generation enterprises of CDC can fully leverage the advantages of Beijing Datang Fuel Company and Hong Kong Company which is also favourable for the expansion of scope of their businesses, while at the same time increasing their operating revenue.

The purchase of coal by the Company from Beijing Datang Fuel Company and its subsidiary Inner Mongolia Fuel Company is primarily for securing coal supply to the Company and the power generation enterprises of its subsidiaries, and fully leveraging the advantages in terms of supply and economy-of-scale of purchase of these specialised fuel management companies, so as to stabilise the market prices of coal to a certain extent, thereby exercising control over the costs of fuel and mitigating the adverse impact of changes in the coal market on the Company and its subsidiaries.

The sale of coal by Hong Kong Company to the subsidiaries of the Company is primarily for leveraging on the advantage of Hong Kong Company in purchasing imported coal, in order to guarantee the coal supply of the subsidiaries of the Company as well as to lower the purchasing cost of coal, and to increase the business revenue of Hong Kong Company at the same time.

The purchase of coal by the Company from Xilinhaote Mining Company is for securing coal supply to the Company and its power generation enterprises, and fully leveraging the advantages in terms of supply and economy-of-scale of purchase of this specialised coal company, thereby exercising control over the costs of fuel and increasing the operating revenue of Xilinhaote Mining Company at the same time, and increasing the Company's self-sufficiency rate of coal for production.

The main reason for the provision of fuel transportation service by Shipping Company to Beijing Datang Fuel Company is that, as the Company and its subsidiaries purchase coal from Beijing Datang Fuel Company and its subsidiaries, the Shipping Company can arrange transportation in a more timely and rapid manner according to the fuel demand of the power generation enterprises of the Company so as to ensure coal supply. None of the Directors has material interest in the Fuel Framework Agreements. Those connected Directors, including Chen Jinhang, Hu Shengmu and Fang Qinghai, have abstained from voting at the Board meeting for approval of the relevant transaction in accordance with the requirements of the Listing Rules of the Shanghai Stock Exchange.

The Directors (excluding the views of the independent non-executive Directors, whose views will be contained in the circular to be dispatched after considering the advice from the independent financial adviser) are of the view that the terms of the Fuel Framework Agreements are fair and reasonable, have been entered into after arm's length negotiation between all parties thereto and determined on normal commercial terms and is in the interests of the Company and the Shareholders as a whole.

The Directors (including the views of the independent non-executive Directors) are of the view that the terms of the Transportation Service Framework Agreement are fair and reasonable, have been entered into after arm's length negotiation between all parties thereto and determined on normal commercial terms and is in the interests of the Company and the Shareholders as a whole. None of the Directors has material interest in the Transportation Service Framework Agreement. Those connected Directors, including Chen Jinhang, Hu Shengmu and Fang Qinghai, have abstained from voting at the Board meeting for approval of the relevant transaction in accordance with the requirements of the Listing Rules of the Shanghai Stock Exchange.

INFORMATION ON THE PARTIES TO THE AGREEMENTS

1. The Company is principally engaged in the construction and operation of power plants, the sale of electricity and thermal power, the repair and maintenance of power equipment and power related technical services. The Company's main service areas are in the PRC.
2. Beijing Datang Fuel Company is a subsidiary of the Company. It is principally engaged in sale of coal, investment management and technical services. The equity holding structure of the company is as follows: 51% of its equity interest is held by the Company and 49% of its equity interest is held by Datang Electric Power Fuel Company Limited, a wholly-owned subsidiary of CDC.
3. Inner Mongolia Fuel Company is a wholly-owned subsidiary of Beijing Datang Fuel Company, a subsidiary of the Company. It is principally engaged in the business of electric fuel.
4. Hong Kong Company is a wholly-owned subsidiary of the Company. It is principally engaged in information consulting in relation to domestic and international power and capital markets; investment and financing, and stock repurchases; and agency for the import of proprietary equipment (parts) and other businesses.
5. CDC was established on 9 March 2003 with registered capital of RMB18.109 billion. It is principally engaged in the development, investment, construction, operation and management of power energy, organisation of power (thermal) production and sales; manufacture, repair and maintenance of power equipment; power technology development and consultation; power engineering, contracting and consultation of environmental power engineering; development of new energy as well as development and production of power related coal resources.
6. Heshan Power Generation Company, a subsidiary whose controlling equity interests are held by Datang Guiguan Power Generation Co., Ltd., a subsidiary whose controlling equity interests are held by of CDC. It is currently operating two 330MW, two 70MW and three 110MW coal-fired power generation units. Guangxi Guiguan Electric Power Co. Ltd. holds 83.24% equity interest of Heshan Power Generation Company.
7. Huangdao Power Generation Company, a subsidiary wholly owned by Datang Shandong Power Generation Co., Ltd., a subsidiary wholly owned by CDC. It is currently operating six power generation units with a total installed capacity 2,050MW. Datang Shandong Power Generation Co., Ltd. holds 80% equity interests of Huangdao Power Generation Company.
8. Xutang Power Generation Company, a subsidiary whose controlling equity interests are held by CDC. It is operating four 330MW power generation units. CDC holds 50% equity interest of Xutang Power Generation Company.

9. Chaozhou Power Generation Company is a subsidiary of the Company. It is currently operating two 600MW and two 1,000MW coal-fired generating units. The equity holding structure of the company is as follows: 52.5% of its equity interest is held by the Company, 22.5% of its equity interest is held by CDC, 12% of its equity interest is held by Beijing China Power Huaze Investment Company Limited, 8% of its equity interest is held by Wenshan Guoneng Investment Company Limited and 5% of its equity interest is held by Chaozhou Xinghua Energy Investment Company Limited.
10. Lvsigang Power Generation Company is a subsidiary of the Company. It is currently operating four 660MW coal-fired generating units. The equity holding structure of the company is as follows: 55% of its equity interest is held by the Company, 35% of its equity interest held by CDC and 10% of its equity interest is held by Nantong State-owned Assets Investment Holdings Co., Ltd..
11. Xilinhaote Mining Company is a subsidiary of the Company. It was duly incorporated on 23 August 2007 with a registered capital of RMB376 million. It is primarily responsible for the development, construction and operation of Shengli Open-cut Coal Mine East Unit 2 project. The equity holding structure of the company is as follows: 60% of its equity interest is held by the Company and 40% of its equity interest is held by China Datang Coal Industry Co., Ltd., a subsidiary of CDC.
12. The Shipping Company is a controlling subsidiary of the Company. It is principally engaged in ordinary freight transportation along domestic coast, mid to down-stream of the Yangtze River and in the Pearl River Delta; international freight transportation; vessel leasing, freight agency, freight storage, etc. The equity holding structure of the company is as follows: 97.54% of its equity interest is held by the Company, 1.13% of its equity interest is held by Nantong Zhaofeng Kailai Investment Company Limited, 0.76% of its equity interest is held by Nantong Ocean Investment Management Company Limited, 0.57% of its equity interest is held by Kangding Guoneng Investment Company Limited.

LISTING RULES IMPLICATIONS

As at the date of this announcement, CDC is the controlling Shareholder of the Company, which together with its subsidiaries hold 34.71% of the issued share capital of the Company. Since CDC or its subsidiaries directly or indirectly hold certain equity interests in Beijing Datang Fuel Company, Inner Mongolia Fuel Company, Lvsigang Power Generation Company, Chaozhou Power Generation Company and Xilinhaote Mining Company, which are subsidiaries of the Company, such subsidiaries are connected persons of the Company. The transactions contemplated under the Fuel Framework Agreements and the Transportation Service Framework Agreement constitute continuing connected transactions of the Company.

Since (i) one or more of the applicable percentage ratios in respect of the aggregate transaction amount for purchase of coal under the Coal Purchase and Sale Framework Agreement (Beijing) and the Coal Purchase and Sale Framework Agreement (Inner Mongolia); and (ii) one or more of the applicable percentage ratios in respect of the transaction amount for the purchase of coal under the Coal Purchase and Sale Framework Agreement (Xilinhaote); and (iii) one or more of the applicable percentage ratios in respect of the aggregate transaction amount for sale of coal under the Coal Purchase and Sale Framework Agreements (Beijing—Datang) and the Coal Purchase and Sale Framework Agreements (Hong Kong—Datang); and (iv) one or more of the applicable percentage ratios in respect of the transaction amount for sale of coal under each of the Coal Purchase and Sale Framework Agreement (Hong Kong – Beijing) and Coal Purchase and Sale Framework Agreement (Hong Kong—Company) are all higher than 5% (as defined under Rule14.07 of the Listing Rules), the Fuel Framework Agreements and the respective transactions contemplated thereunder are subject to the reporting and announcement requirements, as well as the independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

Since all of the applicable percentage ratios (as defined under Rule14.07 of the Listing Rules) in respect of the transaction amount under the Transportation Service Framework Agreement are all higher than 0.1% but below 5%, the Transportation Service Framework Agreement and the transaction contemplated thereunder are subject to the reporting and announcement requirements, but are exempted from the independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

The Company will disclose the relevant details in the next annual report and accounts of the Company in accordance with the relevant requirements as set out in Chapter 14A of the Listing Rules. A circular containing details of the Fuel Framework Agreements, a letter from the independent board committee and a letter from the independent financial advisor, both advising the terms of the Fuel Framework Agreements, will be dispatched to the Shareholders on or before 2 January 2014.

Any Shareholder with a material interest in the transaction and its associates will abstain from voting at the EGM to be held by the Company, to, among others, consider and approve the Fuel Framework Agreements. Therefore, CDC and its associates shall abstain from voting at the EGM to approve the Fuel Framework Agreements.

INDEPENDENT BOARD COMMITTEE AND INDEPENDENT FINANCIAL ADVISOR

An independent board committee comprising the independent non-executive Directors will be formed to advise the independent shareholders on the terms of the Fuel Framework Agreements.

The Company will appoint an independent financial advisor to advise the independent board committee of the Company and the independent shareholders on the terms of the Fuel Framework Agreements.

DEFINITIONS

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

“A shares”	the domestic ordinary share(s) of the Company with a nominal value of RMB1.00 each and are listed on the Shanghai Stock Exchange
“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Beijing Datang Fuel Company”	Beijing Datang Fuel Company Limited, a subsidiary of the Company, details of which are set out in the section entitled “Information on the Parties to the Agreements” in this announcement
“Coal Purchase and Sale Framework Agreement (Beijing)”	the coal purchase and sale framework agreement dated 9 December 2013 entered into between the Company and Beijing Datang Fuel Company
“Coal Purchase and Sale Framework Agreements (Beijing—Datang)”	three coal purchase and sale framework agreements, all dated 9 December 2013 entered into between Beijing Datang Fuel Company and each of the three subsidiaries of CDC, respectively
“Coal Purchase and Sale Framework Agreement (Hong Kong—Beijing)”	the coal sale and purchase framework agreement dated 9 December 2013 entered into between Hong Kong Company and Beijing Datang Fuel Company
“Coal Purchase and Sale Framework Agreement (Hong Kong—Company)”	the coal sale and purchase framework agreement dated 9 December 2013 entered into between Hong Kong Company and the Company
“Coal Purchase and Sale Framework Agreements (Hong Kong—Datang)”	three coal sale and purchase framework agreements, all dated 9 December 2013 entered into between Hong Kong Company and each of the three subsidiaries of CDC, respectively
“Coal Purchase and Sale Framework Agreement (Inner Mongolia)”	the coal purchase framework agreement dated 9 December 2013 entered into between the Company and Inner Mongolia Fuel Company
“Coal Purchase and Sale Framework Agreement (Xilinhaote)”	the coal purchase and sale framework agreement dated 9 December 2013 entered into between the Company and Xilinhaote Mining Company
“Board”	the board of Directors

“CDC”	China Datang Corporation, a state-owned enterprise established under the laws of the PRC and is the controlling shareholder of the Company which, together with its subsidiaries, own approximately 34.71% of the issued share capital of the Company as at the date of this announcement
“Chaozhou Power Generation Company”	Guangdong Datang International Chaozhou Power Generation Company Limited, a subsidiary of the Company, details of which are set out in the section entitled “Information on the Parties to the Agreements”
“Company”	Datang International Power Generation Co., Ltd., a sino-foreign joint stock limited company incorporated in the PRC on 13 December 1994, whose H Shares are listed on the Stock Exchange and the London stock exchange and whose A Shares are listed on the Shanghai stock exchange
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“connected transaction(s)”	has the meaning ascribed to it under the Listing Rules
“Directors”	the director(s) of the Company
“EGM”	the extraordinary general meeting of the Company to be convened for considering and approving, among others, the Fuel Framework Agreements
“Fuel Framework Agreements”	the Coal Purchase and Sale Framework Agreements (Beijing—Datang), the Coal Purchase and Sale Framework Agreements (Hong Kong—Datang), the Coal Purchase and Sale Framework Agreement (Beijing), the Coal Purchase and Sale Framework Agreement (Inner Mongolia), the Coal Purchase and Sale Framework Agreement (Hong Kong—Beijing) and the Coal Purchase and Sale Framework Agreement (Hong Kong—Company)
“H shares”	the overseas listed foreign shares of the Company with a nominal value of RMB1.00 each and are listed on the Stock Exchange and the London Stock Exchange

“Heshan Power Generation Company”	Datang Guiguan Heshan Power Generation Company Limited, a subsidiary of CDC, details of which are set out in the section entitled “Information on the Parties to the Agreements”
“Huangdao Power Generation Company”	Datang Huangdao Power Generation Company Limited, a subsidiary of CDC, details of which are set out in the section entitled “Information on the Parties to the Agreements”
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Company”	Datang International (Hong Kong) Limited, a subsidiary of the Company, details of which are set out in the section entitled “Information on the Parties to the Agreements” in this announcement
“Inner Mongolia Fuel Company”	Inner Mongolia Datang Fuel Company Ltd., a wholly-owned subsidiary of Beijing Datang Fuel Company, details of which are set out in the section entitled “Information on the Parties to the Agreements” in this announcement
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange
“Lvsi gang Power Generation Company”	Jiangsu Datang International Lvsi gang Power Generation Company Limited, a subsidiary of the Company, details of which are set out in the section entitled “Information on the Parties to the Agreements”
“PRC”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	the holder(s) of the Share(s)
“Share(s)”	the ordinary shares issued by the Company with a nominal value of RMB1.00 each, comprising Domestic Shares and H Shares
“Shipping Company”	Jiangsu Datang Shipping Company Limited, a subsidiary of the Company, details of which are set out in the section entitled “Information on the Parties to the Agreements”

“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“three subsidiaries of CDC”	three subsidiaries of CDC, namely Datang Guiguan Heshan Power Generation Co., Ltd., Datang Huangdao Power Generation Co., Ltd. and Jiangsu Xutang Power Generation Co., Ltd.
“Transportation Service Framework Agreement”	the framework agreement in relation to transportation business dated 9 December 2013 entered into between Shipping Company and Beijing Datang Fuel Company
“Xilinhaote Mining Company”	Inner Mongolia Datang International Xilinhaote Mining Company Limited, a subsidiary of the Company, details of which are set out in the section entitled “Information on the Parties to the Agreements”
“Xutang Power Generation Company”	Jiangsu Xutang Power Generation Company Limited, a subsidiary of CDC, details of which are set out in the section entitled “Information on the Parties to the Agreements”
“%”	percent

By Order of the Board
Zhou Gang
Secretary to the Board

Beijing, the PRC, 9 December 2013

As at the date of this announcement, the Directors of the Company are:

Chen Jinhang, Hu Shengmu, Cao Jingshan, Fang Qinghai, Zhou Gang, Li Gengsheng, Cao Xin, Cai Shuwen, Liu Haixia, Guan Tiangang, Dong Heyi, Ye Yansheng*, Li Hengyuan*, Zhao Jie*, Jiang Guohua**

** Independent non-executive Directors*