Rules of Procedure for the Strategy Committee of the Board of Directors of Huaneng Power International, Inc.

CHAPTER 1: GENERAL PROVISIONS

Article 1 In order to meet the strategic development needs of Huaneng Power International, Inc. (hereinafter referred to as the "**Company**"), enhance the Company's core competitiveness, formulate its development plans, improve the investment decision-making process, strengthen scientific decision-making, increase the effectiveness and quality of major investment decisions, and further improve the Company's corporate governance structure, the Company has established the Strategy Committee under the Board of Directors (hereinafter referred to as the "**Strategy Committee**") in accordance with the Company Law of the People's Republic of China, the Code of Corporate Governance for Listed Companies, other relevant laws, regulations and normative documents, the regulatory rules of the place where the Company is listed, and the Articles of Association of Huaneng Power International, Inc. (hereinafter referred to as the "**Articles of Association**"). These Rules of Procedure are hereby formulated accordingly.

Article 2 The Strategy Committee is a specialized committee established under the Board of Directors and is primarily responsible for studying the Company's development strategies, major investment proposals, significant investment projects, and other material matters affecting the Company's development, as well as reviewing the implementation of such matters. It shall also perform other duties as prescribed by applicable laws, regulations, normative documents, the regulatory rules of the place where the Company is listed, the Articles of Association and its appendices, and these Rules of Procedure. The Strategy Committee shall be accountable to the Board of Directors.

Article 3 Authorized by the Board of Directors, the Strategy Committee shall be responsible for decision-making on the Company's overall risk management.

CHAPTER 2: COMPOSITION

Article 4 The Strategy Committee shall consist of three to seven directors of the Company, and shall include at least one independent director.

Article 5 Members of the Strategy Committee shall be nominated by the chairman of the Board, more than half of the independent directors, or one-third of all directors, and shall be elected by the Board of Directors.

Article 6 The Strategy Committee shall have one chairperson, who shall be responsible for presiding over the work of the Committee. The chairperson shall be nominated by the chairman of the Board and elected by the Board of Directors.

Article 7 The term of office of the Strategy Committee shall be the same as that of the Board of Directors. Upon expiry of the term, members may be re-elected and reappointed. However, independent directors shall not serve on the Committee for more than six consecutive years. If any member ceases to serve as a director of the Company during the term, such member shall automatically lose their qualification as a Committee member, and the Board of Directors shall appoint a replacement in accordance with these Rules of Procedure to make up the required number of members.

CHAPTER 3: DUTIES AND AUTHORITIES

Article 8 The main duties and authorities of the Strategy Committee are as follows:

1. To study the Company's long-term development strategies and make recommendations;

2. To study and make recommendations on major investment and financing proposals that require approval by the Board of Directors;

3. To study and make recommendations on major business operation decisions that require approval by the Board of Directors;

4. To study and make recommendations on other material matters affecting the Company's development;

5. To inspect the implementation of the above matters;

6. To be responsible for the Company's overall risk management and enhance its overall risk resistance capacity;

7. To be responsible for other matters prescribed by applicable laws, regulations, normative documents, the regulatory rules of the place where the Company is listed, the Articles of Association, and those authorized by the Board of Directors.

Article 9 Proposals of the Strategy Committee shall be submitted to the Board of Directors for deliberation and decision.

CHAPTER 4: RULES OF PROCEDURE

Article 10 The Strategy Committee shall convene at least one meeting each year. In principle, meetings of the Strategy Committee shall be held on-site. Where necessary, and provided that all members are able to fully communicate and express their opinions, meetings may be held via video, telephone, or other means. In principle, the Company shall notify all members of the Strategy Committee no later than three days prior to the meeting by telephone, email, or other means, and shall provide relevant materials and information. The meeting shall be presided over by the chairperson. If the chairperson is unable or unwilling to perform their duties, a member shall be elected by a majority of the Committee members to preside over the meeting.

Article 11 A meeting of the Strategy Committee shall be held only when at least two-thirds (including two-thirds) of the members are present. Each member shall have one vote. A resolution of the Committee shall be adopted only upon approval by a majority of all members.

Article 12 Voting at Strategy Committee meetings shall be conducted by a show of hands or by ballot.

Article 13 When necessary, the Strategy Committee may invite directors and senior management personnel of the Company to attend its meetings as non-voting participants.

Article 14 Where necessary, the Strategy Committee may engage intermediary institutions to provide professional opinions for its decision-making, and the reasonable expenses incurred therefrom shall be borne by the Company.

Article 15 The convening procedures, voting methods, and resolutions adopted at meetings of the Strategy Committee shall comply with applicable laws, regulations, and normative documents, the regulatory rules of the place where the Company is listed, the Articles of Association, and these Rules of Procedure.

Article 16 Meetings of the Strategy Committee shall be recorded, and the attending members shall sign the minutes. The meeting minutes shall be kept by the Secretary of the Board of Directors.

Article 17 The resolutions and voting results adopted at meetings of the Strategy Committee shall be submitted to the Board of Directors of the Company in written form.

Article 18 All members attending the meeting shall have a duty of confidentiality with respect to the matters discussed at the meeting and shall not disclose any relevant information without authorization.

CHAPTER 5: SUPPLEMENTARY PROVISIONS

Article 19 These Rules of Procedure shall be formulated and amended by the Board of Directors.

Article 20 For matters not covered herein, the relevant provisions of national laws, administrative regulations, normative documents the regulatory rules of the place where the Company is listed, and the Articles of Association shall apply. In the event of any inconsistency between these Rules and the provisions of national laws, administrative regulations, normative documents, the regulatory rules of the place where the Company is listed, or the Articles of Association as legally amended, such provisions shall prevail.

Article 21 The right to interpret these Rules shall be vested in the Board of Directors of the Company.