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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)**

# PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

This announcement is made by Huaneng Power International, Inc. (the "**Company**") pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities (the "**Listing Rules**") on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**").

## PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The 24th meeting of the eleventh session of the board of directors (the "**Board**") of the Company was convened on 27 October 2026. The Board considered and approved the "Proposal on Amendments to the Articles of Association" and proposed to make certain amendments (the "**Proposed Amendments**") to the Articles of Association of Huaneng Power International, Inc. (the "**Articles of Association**"), and agreed to submit the proposal to the general meeting of the Company for consideration.

To further enhance the standardised operation of the Company and improve its corporate governance, and in light of the latest regulatory requirements and the actual circumstances of the Company, details of the Proposed Amendments are set out below:

| No. | Provision before amendment | Provision after amendment |
|---|---|---|
| 1 | Article 5 The director who represents the Company in the execution of its affairs is the legal representative of the Company. The Chairman of the board of directors of the Company is the director who represents the Company in the execution of its affairs.<br><br>Where a director serving as the legal representative resigns, such resignation shall be deemed as a simultaneous resignation from the position of the Company's legal representative. The Company shall appoint a new legal representative within 30 days from the date of resignation of the former legal representative. | Article 5 The director who represents the Company in the execution of its affairs is the legal representative of the Company. The Chairman of the board of directors of the Company is the director who represents the Company in the execution of its affairs.<br><br>Where a director serving as the legal representative resigns, such resignation shall be deemed as a simultaneous resignation from the position of the Company's legal representative. The Company shall appoint a new legal representative within 30 days from the date of resignation of the former legal representative.<br><br>**The methods for the appointment and change of the legal representative of the Company are as follows:**<br><br>**(1) When the board of directors elects the Chairman of the Company, the Chairman shall concurrently serve as the legal representative of the Company.**<br><br>**(2) The Chairman shall be elected or changed by a majority of all directors.** |

| No. | Provision before amendment | Provision after amendment |
|---|---|---|
| 2 | Article 83 The Company shall have a board of directors consisting of eighteen (18) directors. Including one (1) employee representative director, the proportion of independent directors shall not be less than one-third of the members of the Board of Directors and shall include at least one (1) accounting professional. Directors of the Company may concurrently serve as senior management personnel, but the total number of directors who concurrently hold senior management positions and those who serve as employee representative directors shall not exceed one-half of the total number of directors.<br><br>There shall be one (1) Chairman and one (1) or two (2) Vice Chairmen in the board of directors. The Chairman and Vice Chairmen shall be elected by a majority of all directors. | Article 83 The Company shall have a board of directors consisting of eighteen (18) directors. Including one (1) employee representative director, the proportion of independent directors shall not be less than one-third of the members of the Board of Directors and shall include at least one (1) accounting professional. Directors of the Company may concurrently serve as senior management personnel, but the total number of directors who concurrently hold senior management positions and those who serve as employee representative directors shall not exceed one-half of the total number of directors.<br><br>There shall be one (1) Chairman and **there may be, depending on the actual circumstances**, one (1) or two (2) Vice Chairmen in the board of directors. The Chairman and Vice Chairmen shall be elected by a majority of all directors. |

| No. | Provision before amendment | Provision after amendment |
|---|---|---|
| 3 | Article 111 A director or other senior management personnel of the Company may serve concurrently as the secretary of the board of directors. Accountants of an accounting firm appointed by the Company shall not serve concurrently as the secretary of the board of directors.<br><br>If an action is required to be taken by a director and the secretary of the board of directors respectively, a director who is also the secretary of the board shall not take such action in both capacities simultaneously. | Article 111 ~~A director or other senior management personnel of the Company may serve concurrently as the secretary of the board of directors.~~ **The appointment and service of the secretary of the board of directors shall be governed by relevant laws and regulations and the regulatory rules of the place where the Company is listed.** Accountants of an accounting firm appointed by the Company shall not serve concurrently as the secretary of the board of directors.<br><br>If an action is required to be taken by a director and the secretary of the board of directors respectively, a director who is also the secretary of the board shall not take such action in both capacities simultaneously. |

*Note:* Text proposed to be deleted is shown in strikethrough and text proposed to be added is shown in bold.

Save for the Proposed Amendments, all other provisions of the Articles of Association shall remain unchanged.

The Proposed Amendments have been prepared in Chinese. The English translation is for reference only. In the event of any discrepancy between the Chinese and English versions, the Chinese version shall prevail.

**GENERAL**

The Proposed Amendments are subject to approval by the shareholders of the Company (the "**Shareholders**") by way of a special resolution at a general meeting of the Company and will take effect from the date of such approval. Prior to that date, the existing Articles of Association shall remain in force.

The Board also proposes to seek authorisation from the general meeting for the Board, with power to delegate to the management of the Company or its authorised persons, to handle the regulatory approvals, filings, registrations and other related matters in connection with the Proposed Amendments, and to make corresponding textual adjustments to the Proposed Amendments in accordance with the comments of the relevant regulatory authorities.

A circular containing, among other things, details of the Proposed Amendments and a notice of the general meeting will be published on the websites of the Stock Exchange and the Company and, where applicable, despatched to the Shareholders in due course.

By Order of the Board
**Huaneng Power International, Inc.**
**Wen Minggang**
*Joint Company Secretary*

Beijing, the PRC
28 October 2026

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

Wang Kui *(Executive Director)*
Liu Ancang *(Executive Director)*
Du Daming *(Non-executive Director)*
Zhou Yi *(Non-executive Director)*
Li Lailong *(Non-executive Director)*
Li Jin *(Non-executive Director)*
Cao Xin *(Non-executive Director)*
Gao Guoqin *(Non-executive Director)*
Ding Xuchun *(Non-executive Director)*
Wang Jianfeng *(Non-executive Director)*
Kou Yaozhou *(Non-executive Director)*
He Qiang *(Independent Non-executive Director)*
Zhang Liying *(Independent Non-executive Director)*
Zhang Shouwen *(Independent Non-executive Director)*
Dang Ying *(Independent Non-executive Director)*
Zhang Xianchong *(Independent Non-executive Director)*
Mei Shengwei *(Independent Non-executive Director)*
Wang Yu *(Employee Representative Director)*