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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 RESOLUTIONS PASSED AT THE 2020 ANNUAL GENERAL MEETING AND DISTRIBUTION OF FINAL DIVIDEND**

Datang International Power Generation Co., Ltd. (the “**Company**”) held its 2020 annual general meeting (the “**AGM**”) at 1616 Conference Room of the Company, 9 Guangningbo Street, Xicheng District, Beijing, the People’s Republic of China (the “**PRC**”) at 9:30 a.m. on 29 June 2021 (Tuesday). The convening of the AGM complied with the requirements of the Company Law of the PRC and the Articles of Association of the Company.

As at the date of the AGM, the total number of issued shares of the Company entitling the holders to attend the AGM to vote for or against all of the proposed resolutions was 18,506,710,504 shares (the “**Shares**”). Shareholders of the Company (the “**Shareholders**”) or their authorised proxies, who attended the AGM or did the online voting, represented an aggregate of 13,882,395,940 voting shares, accounting for approximately 75.01% of the total issued shares of the Company. In accordance with the Articles of Association of the Company, as jointly elected by more than half of the Directors, the AGM was presided by Mr. Liang Yongpan, a Director of the Company.

The following resolutions were passed at the AGM by way of poll:

| <b>ORDINARY RESOLUTIONS</b>   | <b>Number of Shares</b> |                | <b>Passing Rate (%)</b> |
|---|-------------------------|----------------|-------------------------|
|   | <b>FOR</b>              | <b>AGAINST</b> |                         |
| 1. To consider and approve the “Work Report of the Board of Directors for the Year 2020” (including the Work Report of Independent Directors) | 13,882,388,740          | 7,200          | 99.99995                |
| 2. To consider and approve the “Work Report of the Supervisory Committee for the Year 2020”   | 13,882,388,740          | 7,200          | 99.99995                |
| 3. To consider and approve the “Resolution on the Final Financial Report for the Year 2020”   | 13,882,388,740          | 7,200          | 99.99995                |

| ORDINARY RESOLUTIONS  | Number of Shares |         | Passing Rate (%) |
|---|------------------|---------|------------------|
|   | FOR              | AGAINST |                  |
| 4. To consider and approve the “Resolution on the Profit Distribution Proposal for the Year 2020”   | 13,881,489,640   | 906,300 | 99.99347         |
| 5. To consider and approve the “Resolution on the Engagement of Accounting Firms for the Year 2021” | 13,882,388,740   | 7,200   | 99.99995         |

As more than half of the votes were cast in favour of resolutions numbered 1 to 5, the above resolutions were duly passed as ordinary resolutions of the Company.

## DISTRIBUTION OF FINAL DIVIDEND

Distribution of the 2020 final dividend of RMB0.091 per Share (tax inclusive), totaling RMB1,684,110,000 (the “**2020 Final Dividend**”) was passed by at the AGM. The 2020 Final Dividend will be distributed to the H Shareholders whose names appear on the register of H Shareholders of the Company on 11 July 2021 (Sunday). Details of the distribution of dividends to the A Shareholders and related matters will be announced in due course. The 2020 Final Dividend to be distributed will be denominated and announced in RMB, of which A Shareholders will be paid in RMB and H Shareholders (excluding investors of the Shanghai Stock Exchange and Shenzhen Stock Exchange (including enterprises and individuals) investing in the H Shares of the Company listed on the Hong Kong Stock Exchange (the “**Southbound Trading**”)) will be paid in HK dollars. The exchange rate of HK dollars will be calculated in accordance with the average central parity rate of RMB against HK dollars published by the PBOC of the five working days before the day the 2020 Final Dividend distribution announcement is made, being HK\$1.00 against RMB0.833052. As such, the dividend per H Share of the Company is HK\$0.10924 (tax inclusive). The 2020 Final Dividend will be distributed on or before 27 August 2021 (Friday).

In order to determine shareholders’ entitlement to the 2020 Final Dividend, the register of members of the Company will be closed from 6 July 2021 (Tuesday) to 11 July 2021 (Sunday) (both days inclusive), during which period no transfer of any H shares will be registered. Any H Shareholders whose names appear on the register of members on 11 July 2021 (Sunday) are entitled to the distribution of the 2020 Final Dividend. To ensure the eligibility of receiving the proposed 2020 Final Dividend, H Shareholders are required to deposit the transfer document together with the relevant share certificates at the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong at or before 4:30 p.m. on 5 July 2021 (Monday).

## **Non-Resident Individual Shareholders**

In accordance with the requirement under the Guo Shui Han [2011] No. 348 issued by the State Administration of Taxation of the People's Republic of China, the Company is obligated to withhold and pay individual income tax on dividends on behalf of the individual H Shareholders (“**Individual H Shareholders**”); and Individual H Shareholders are entitled to certain preferential tax treatments according to the tax treaty between the country in which the Individual H Shareholders reside and the PRC and the provisions in respect of the tax arrangements between mainland China and Hong Kong (Macau). The Company shall withhold and pay individual income tax at the rate of 10% on behalf of the Individual H Shareholders (who are Hong Kong residents, Macau residents or residents of those countries having treaties with the PRC for an individual income tax rate on dividends of 10%). For Individual H Shareholders who are residents of those countries having treaties with the PRC for an individual income tax rate on dividends of less than 10%, the Company shall withhold and pay individual income tax on behalf of the individual pursuant to the relevant requirements under the Circular of the State Administration of Taxation in relation to Issuing the Administrative Measures on Preferential Treatment Entitled by Non-resident Taxpayers under Tax Treaties (SAT Circular [2019] No. 35) (《國家稅務總局關於發佈〈非居民納稅人享受協定待遇管理辦法〉的公告》(國家稅務總局公告2019年第35號)) (the “**Measures**”). For Individual H Shareholders who are residents of those countries having treaties with the PRC for an individual income tax rate on dividends of more than 10% but less than 20%, the Company shall withhold and pay individual income tax at the actual tax rate under the treaties. For Individual H Shareholders who are residents of those countries which have not entered into any tax treaties with the PRC or have entered into treaties with the PRC for an individual income tax rate on dividends of 20% or under other circumstances, the Company shall withhold and pay individual income tax at the tax rate of 20%.

## **Non-Resident Enterprise Shareholders**

In accordance with the “Enterprise Income Tax Law of the People's Republic of China” and its implementation regulations which came into effect on 1 January 2008, the Company is obligated 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 shares when distributing the 2020 Final Dividend. H shares registered other than in the name(s) of individual shareholder(s), including HKSCC Nominees Limited, other nominees or trustees, or other organizations and groups shall be deemed to be shares held by non-resident enterprise shareholder(s). On such basis, enterprise income tax shall be withheld from dividends payable to such shareholder(s).

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

## **Profit Appropriation for Investors of Northbound Trading**

For investors of 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 Renminbi by the Company through the Shanghai Branch of

China Securities Depository and Clearing Corporation Limited to the account of the nominee holding such shares. The Company will withhold and pay income tax at the rate of 10% on behalf of those investors and will report to the tax authorities for such withholding. For investors of the 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 or individuals may, or may entrust a withholding agent to, apply to the competent tax authorities of the Company for the entitlement of the rate under such tax treaty. Upon approval by such competent tax authorities, the paid amount in excess of the tax payable based on the tax rate according to such tax treaty will be refunded. Those enterprises or individuals shall collect and retain the relevant materials for future reference according to the requirement of the Measures.

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.

The Company will make an announcement on matters in relation to the distribution of dividends to holders of A shares of the Company in due course.

### **Profit Appropriation for Investors of Southbound Trading**

For investors of the Shanghai Stock Exchange and Shenzhen Stock Exchange (including enterprises and individuals) investing in the H shares of the Company listed on the Hong Kong 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》) (the “**Agreement**”) with China Securities Depository and Clearing Corporation Limited, pursuant to which, China Securities Depository and Clearing Corporation Limited, as the nominee of the investors of Southbound Trading, will receive cash dividends distributed by the Company and distribute the cash dividends to the relevant investors of Southbound Trading through its depository and clearing system. The cash dividends for the investors of Southbound Trading will be paid in Renminbi.

Pursuant to the relevant requirements of Notice on the Tax Policies Related to the Pilot Program of the Shanghai-Hong Kong Stock Connect (Caishui [2014] No. 81) (《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》(財稅[2014]81號)) and the Notice of the Ministry of Finance, State Administration of Taxation and China Securities Regulatory Commission on the Tax Policies Related to the Pilot Program of the Shenzhen-Hongkong Stock Connect (Caishui [2016] No.127) (《財政部、國家稅務總局、中國證監會關於深港股票市場交易機制試點有關稅收政策的通知》(財稅[2016]127號)), for dividends received by domestic individual 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 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 time arrangements for the investors of Southbound Trading will be the same as those for H Shareholders of the Company.

The Company has appointed Bank of China (Hong Kong) Trustees Limited as the receiving agent which will receive the 2020 Final Dividend declared by the Company on behalf of the H Shareholders. The 2020 Final Dividend are expected to be paid by the receiving agent on or before 27 August 2021 and cheques for dividends are expected to be posted by the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, by ordinary post to the of H Shareholders who are entitled to receive such cheques for dividends at their own risk.

*Notes:*

1. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as defined in the notice of AGM dated 14 May 2021.
2. Computershare Hong Kong Investor Services Limited, the H shares registrar of the Company, acted as the scrutineer for the vote-taking of all resolutions at the AGM.
3. None of the Shareholders who were entitled to attend the AGM had to vote against on any of the resolutions at the AGM. There were no Shares entitling the Shareholders to attend the AGM and abstain from voting in favor as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). No Shareholder was required under the Listing Rules to abstain from voting on any resolutions at the AGM.

By order of the Board  
**Jiang Jinming**  
*Company Secretary*

Beijing, the PRC, 29 June 2021

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

*Chen Feihu, Qu Bo, Liang Yongpan, Ying Xuejun, Zhu Shaowen, Cao Xin, Zhao Xianguo, Jin Shengxiang, Sun Yongxing, Liu Jizhen\*, Luo Zhongwei\*, Liu Huangsong\*, Jiang Fuxiu\*, Niu Dongxiao\**

\* *Independent non-executive Directors*