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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)

NOTICE OF 2012 EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2012 extraordinary general meeting (the "EGM") of Datang International Power Generation Co., Ltd. (the "Company" or "Datang International") will be held at the meeting room of 5/F, InterContinental Hotel, No. 11 Financial Street, Xicheng District, Beijing, the People's Republic of China (the "PRC") on 20 August 2012 (Monday) at 9:00 a.m. to consider and, if thought fit, pass the following resolutions:

ORDINARY RESOLUTIONS:

1. To consider and approve the "Resolution on the Provision of Guarantees for the Financing of Pengshui Hydropower Development Co., Ltd and Xinyu Power Generation Co., Ltd" (Note 1);

   (1) To consider and approve the provision of guarantee to Chongqing Datang International Pengshui Hydropower Development Co., Ltd

   (2) To consider and approve the provision of guarantee to Jiangxi Datang International Xinyu Power Generation Co., Ltd

2. To consider and approve the "Resolution on the Replacement of Directors of the Company" (Note 2);

   (1) To consider and approve the appointment of Mr. Mi Dabin as a Director of the seventh session of the Board of the Company

   (2) To consider and approve the discontinuance of office of Mr. Su Tiegang as a Director of the seventh session of the Board of the Company

3. To consider and approve the "Resolution on the Provision of Entrusted Loan to Datang Inner Mongolia Duolun Coal Chemical Company Limited (including Entrusted Loan Framework Agreement)" (Note 3);

CLOSURE OF THE REGISTER OF MEMBERS OF THE COMPANY

Holders of H shares of the Company ("Holders of H shares") should note that, pursuant to the articles of association of the Company (the "Articles"), the register of members of the Company will be closed from 22 July 2012 to 20 August 2012 (both dates inclusive), during which period no transfer of any H shares of the Company will be registered. Holders of H shares whose names appear on the register of members of the Company at 4:30 p.m. on 20 July 2012 are entitled to attend and vote at the EGM. In order to be entitled to the attendance of the EGM, Holders of H shares 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 Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong at or before 4:30 p.m. on 20 July 2012.

By Order of the Board
Zhou Gang
Secretary to the Board

Beijing, the PRC
5 July 2012

Notes:

1. To ensure normal progression on project construction, production and operation of the following subsidiaries, the Company proposed to provide guarantees for the financing of the following subsidiaries:

   (1) The Company proposed to provide a guarantee, to Jiangxi Datang International Xinyu Power Generation Co., Ltd. ("XYPG"), a subsidiary of the Company which the Company has 40% equity interest, for XYPG's full amount financing. The guarantee amount shall not exceed RMB1.5 billion.

   (2) The Company, proposed to provide a guarantee to Jiangxi Datang International Xinyu Power Generation Co., Ltd ("PSH"), a wholly-owned subsidiary of the Company, covering the full amount of PSH's financing. The guarantee amount shall not exceed RMB243 million.

   Since the asset-liability ratios of the aforesaid subsidiaries are over 70%, the provision of guarantees are required to be tabled to the EGM for shareholders' consideration and approval pursuant to the listing rules of the Shanghai Stock Exchange and the "Articles of Association of Datang International Power Generation Co., Ltd.".

2. Due to work adjustment reason, Mr. Su Tiegang would no longer hold the office as a Director, the replacement of Mr. Su Tiegang by Mr. Mi Dabin as a Director of the seventh session of the Board was proposed to be tabled to the EGM for shareholders' consideration and approval.

   Biographical details of Mr. Mi Dabin as follows,

   Mi Dabin, male, aged 44, processes a Master Degree in Power Engineering at North China Electric Power University and is a Senior Engineer. Mr. Mi started working in Qinhuangdao Thermal Power Plant in 1990, and was the Deputy Director of Power Generation Department of Qinhuangdao Thermal Power Plant, Chief Engineer, Deputy General Manager and General Manager of Qinhuangdao Power Generation Company Limited, as well as General Manager of Qinhuangdao Qinre Power Generation Company Limited, Assistant to General Manager and Head of Production and Operation Department of Hebei Construction Investment Group Company Limited. Since 2010, he has served as Standing Committee Member of Hebei Construction Investment Group Company Limited, and is currently the General Manager of Qinhuangdao Qinre Power Generation Company Limited. Mr. Mi has long been engaging in the work of power generation, technology, operation and management, that has extensive knowledge and practical experience in power generation and operation management.

The term of office of Mr. Mi, if elected, will commence on date of approval by the shareholders at the EGM to the expiration of the term of the seventh session of the Board (i.e. 30 June 2013). If elected, Mr. Mi will not be entitled to any remuneration by being a Director of the Company. As at the date of this notice, Mr. Mi does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). He has not been subjected to any public sanctions by statutory or regulatory authority.

Mr. Mi has not held any directorships in any public listed companies in the past three years and has no relationship with any Directors, senior management, substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities (the "Listing Rules") on The Stock Exchange of Hong Kong Limited (the "Stock Exchange"). Save as disclosed above, there are no other matters concerning the proposed appointment of Mr. Mi as a Director of the Company that need to be brought to the attention of the shareholders and the Stock Exchange and there are no other matters which shall be disclosed pursuant to Rule 13.51(2) (h) to (v) of the Listing Rules.

3. To ensure the smooth progress of the Duolun Coal Chemical Project, the Board proposes to the shareholders at the EGM to consider and approve an entrusted loan framework agreement relating to the provision of an entrusted loan of not exceeding RMB2 billion to Datang Inner Mongolia Duolun Coal Chemical Company Limited ("Duolun Coal Chemical Company") by the Company or Datang Energy and Chemical Company Limited ("Energy and Chemical Company"), the Company's wholly-owned subsidiary, through China Corporation Datang Finance Limited Company ("Datang Finance Company") in various tranches (the "Entrusted Loan Framework Agreement").

   Energy and Chemical Company and China Datang Corporation ("CDC"), the controlling shareholder of the Company, holds 60% and 40% equity interests in Duolun Coal Chemical Company respectively. Datang Finance Company is a controlling subsidiary of CDC. Both Duolun Coal Chemical Company and Datang Finance Company are therefore connected persons of the Company pursuant to the Listing Rules, and the transaction under the Entrusted Loan Framework Agreement constitutes a connected transaction of the Company and will be tabled to the EGM for shareholders' consideration and approval. CDC, a connected person of the Company, and its associates, are required to abstain from voting at this resolution at the EGM.

   For details of the Entrusted Loan Framework Agreement, please refer to the announcement of the Company issued on the same date of this notice of EGM.

4. Other Matters

   (1) Holders of H shares should note that, pursuant to the Articles, the register of members of the Company will be closed from 22 July 2012 to 20 August 2012 (both dates inclusive), during which period no transfer of any H shares will be registered. Holders of H shares whose names appear on the register of members of the Company at 4:30 p.m. on 20 July 2012 are entitled to attend and vote at the EGM.

   (2) Each of the Holders of H shares entitled to attend and vote at the EGM, is entitled to appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a shareholder of the Company.

   (3) If Holders of H shares have appointed more than one proxy to attend the EGM, the proxies can only exercise their voting rights by way of poll.

   (4) To be valid, Holders of H shares must deliver the proxy form, and if such proxy is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority, a notarised copy of that power of attorney or other authority, to the Company's H share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, in not less than 24 hours before the time scheduled for holding the EGM.

   (5) Holders of H shares who wish to attend the EGM are required to return the notice of attendance by hand, post, cable or fax to the Company's office address on or before 30 July 2012. Completion and return of the notice of attendance will not preclude a shareholder of the Company from attending and voting at the AGM in person.

   (6) The EGM is expected to last for one hour. Attending shareholders and their proxies shall be responsible for their own travel and accommodation expenses.

The Company's office address:
No. 9 Guangningbo Street,
Xicheng District,
Beijing, the PRC
Postcode: 100033
Telephone: (8610) 8800 8669   (8610) 8800 8682
Fax: (8610) 8800 8672

As at the date of this notice, the directors of the Company are:

Liu Shunda, Hu Shengmu, Cao Jingshan, Fang Qinghai, Zhou Gang, Liu Haixia, Guan Tiangang, Su Tiegang, Ye Yonghui, Li Gengsheng, Li Yanmeng, Zhao Zunlian*, Li Hengyuan*, Zhao Jie* and Jiang Guohua**

** Independent non-executive director*