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)

Proxy Form for the 2010 Second Class Meeting for holders of H Shares

Number of Shares related to this proxy form (Note 1)	H Shares/Domestic Shares*

I(We)(Note 2) ______________________________ of ______________________________

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Shareholders' Account: ______________________________ and I.D. No.: ______________________________ ,
being the holder(s) of ______________________________
H Share(s)/Domestic Share(s)* (Note 1) of Huaneng Power International, Inc. (the "Company") now appoint (Note 3),
______________________________ I.D. No.: ______________________________(of ______________________________
____),
or failing him the Chairman of the meeting as my(our) proxy to attend and vote for me(us) on the following resolutions in accordance with the instruction(s) below and on my(our) behalf at the 2010 second class meeting for holders of H Shares ("H Share Class Meeting") to be held at 2:45 p.m. on 10 September 2010 at the headquarters of the Company at Huaneng Building, 4 Fuxingmennei Street, Xicheng District, Beijing, the People's Republic of China for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the said meeting. In the absence of any indication, the proxy may vote for or against the resolutions at his own discretion.(Note 6)

	Special Resolution	For (Note 4)	Against (Note 4)
1.	To consider and approve each of the following, by way of special resolutions, in relation to the Revised Proposal Regarding the New A Shares Issue and the New H Share Issue		
	1.1 Class of shares and nominal value per share		
	1.2 Method of issuance		
	1.3 Target subscribers		
	1.4 Method of subscription		
	1.5 Number of shares to be issued		
	1.6 Price determinate date		
	1.7 Subscription price		
	1.8 Adjustment to the number of shares to be issued and the subscription price		
	1.9 Lock-up period(s)		
	1.10 Listing of shares		
	1.11 Use of proceeds		
	1.12 Arrangement regarding the accumulated undistributed earnings		
	1.13 The relationship between the New A Share Issue and the New H Share Issue		
	1.14 Validity period of these resolutions		

	Special Resolutions	For (Note 4)	Against (Note 4)
2.	To consider and approve the resolutions regarding the signing of the Supplemental Agreements to the Subscription Agreements with designated investors		

Date: ______________________________ 2010   Signature: ______________________________ (Note 5)

Notes:

1. Please insert the number of Share(s) registered in your name(s) relating to this form of proxy. If no number is inserted, this form of proxy will be deemed to relate to all of the shares in the capital of the Company registered in your name(s).

2. Please insert full name(s) and address(es) in **BLOCK LETTERS**.

3. Please insert the name and address of your proxy. If this is left blank, the chairman of the H Share Class Meeting will act as your proxy. One or more proxies, who may not be member(s) of the Company, may be appointed to attend and vote in the meeting provided that such proxies must attend the meeting in person on your behalf. Any alteration made to this proxy form must be signed by the signatory.

4. Attention: If you wish to vote FOR any resolution, please indicate with a "✓" in the appropriate space under "For". If you wish to vote AGAINST any resolution, please indicate with a "✓" in the appropriate space under "Against". In the absence of any such indication, the proxy will vote or abstain at his discretion.

5. This form of proxy must be signed underhand by you or your attorney duly authorised in that behalf. If the appointer is a corporation, this form must be signed under its common seal or under hand by any directors or agents duly appointed by such corporation.

6. This form of proxy together with the power of attorney or other authorisation document(s) which have been notarised, must be delivered, in the case of a holder of Domestic Share(s), to the Company and in the case of a holder of H Share(s), to Hong Kong Registrars Limited, at least 24 hours before the time designated for the holding of the H Share Class Meeting.

7. Upon obtaining approvals at the 2010 Second Extraordinary General Meeting, 2010 Second Class Meeting for holders of A Shares and 2010 Second Class Meeting for holders of H Share, the "Resolutions in relation to the Revised Proposal Regarding the New A Share Issue and the New H Share Issue" shall supersede the "Resolutions in relation to the New A Share and the New H Share" passed at the Company's 2010 First Extraordinary General Meeting, 2010 First Class Meeting for holders of A Shares and 2010 First Class Meeting for holders of H Shares.

* *Please delete as appropriate.*