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 2014 Annual General Meeting

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

I (We) *(Note 2)* ____________________________ of ____ ,

____

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 2014 Annual General Meeting to be held at 9:00 a.m. on 25 June 2015 at Conference Room A102, the headquarters of the Company, Huaneng Building, 6 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/her own discretion.*(Note 6)*

	ORDINARY RESOLUTIONS	**For** *(Note 4)*	**Against** *(Note 4)*
1.	To consider and approve the working report from the Board of Directors of the Company for 2014		
2.	To consider and approve the working report from the Supervisory Committee of the Company for 2014		
3.	To consider and approve the audited financial statements of the Company for 2014		
4.	To consider and approve the profit distribution plan of the Company for 2014		
5.	To consider and approve the proposal regarding the appointment of the Company's auditors for 2015		

SPECIAL RESOLUTIONS		For (Note 4)	Against (Note 4)
6.	To consider and approve the proposal regarding the issue of short-term debentures of the Company		
7.	To consider and approve the proposal regarding the issue of super short-term debentures		
8.	To consider and approve the proposal regarding the mandate to issue debt financing instruments (by way of non-public placement)		
9.	To consider and approve the proposal regarding the mandate to issue debt financing instruments in or outside the People's Republic of China		
10.	To consider and approve the proposal regarding the granting of the general mandate to the Board of Directors to issue domestic shares and/or overseas listed foreign shares		
ORDINARY RESOLUTIONS		**For** (Note 4)	**Against** (Note 4)
11.00	To consider and approve the proposal regarding the change in the Directors of the Company		
11.01	To elect Mr. Zhu Youseng as the non-executive Director of the Eighth Session of the Board of Directors of the Company		
11.02	To elect Mr. Geng Jianxin as the independent non-executive Director of the Eighth Session of the Board of Directors of the Company		
11.03	To elect Mr. Xia Qing as the independent non-executive Director of the Eighth Session of the Board of Directors of the Company		
SPECIAL RESOLUTION		**For** (Note 4)	**Against** (Note 4)
12.	To consider and approval the proposal regarding the amendments to the articles of association of Huaneng Power International, Inc.		

Date: ____________________________ 2015 Signature: ____________________________ (Note 5)

Notes:

1. Please insert the number of H 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 H Shares in the share 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 2014 Annual General 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 2014 Annual General Meeting.

* *Please delete as appropriate.*