

HUANENG POWER INTERNATIONAL INC
Form 6-K
October 22, 2009

FORM 6-K

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

Report of Foreign Private Issuer
Pursuant to Rule 13a-16 or 15d-16 of
the Securities Exchange Act of 1934

For the month of October, 2009,

(Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.)

Form 20-F Form 40-F

(Indicate by check mark whether the registrant by furnishing the information contained in this form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.)

Yes No

(If "Yes" is marked, indicate below the file number assigned to registrant in connection with Rule 12g3-2(b):
82-_____.)

N/A

Huaneng Power International, Inc.
West Wing, Building C, Tianyin Mansion
No. 2C Fuxingmennan Street
Xicheng District
Beijing, 100031 PRC

This Form 6-K consists of:

1. an announcement on 2009 third quarterly report of Huaneng Power International, Inc. (the “Registrant”);
2. an announcement on connected transaction regarding the establishment of joint venture by the Registrant; and
3. an announcement on continuing connected transaction of the Registrant;

each made by the Registrant on October 21, 2009.

Document 1

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(a Sino-foreign joint stock limited company incorporated in the People's Republic of China)
(Stock Code: 902)

Third Quarterly Report of 2009

Pursuant to the regulations of the China Securities Regulatory Commission, Huaneng Power International, Inc. (the "Company") is required to publish a quarterly report for each of the first and third quarters.

All financial information set out in this quarterly report is unaudited and prepared in accordance with the PRC Accounting Standards ("PRC GAAP").

This announcement is made pursuant to Rules 13.09 (1) and (2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

1. IMPORTANT NOTICE

- 1.1 The board of directors and the supervisory committee of the Company together with the members thereof and the senior management warrant that the information contained in this report does not contain any false statements, misleading representations or material omissions. All of them jointly and severally accept responsibility as to the truthfulness, accuracy and completeness of the content of this report.
- 1.2 All financial information set out in this quarterly report is unaudited and prepared in accordance with the PRC GAAP.
- 1.3 Mr. Cao Peixi (Chairman), Ms. Zhou Hui (person in charge of the accounting function) and Mr. Huang Lixin (person in charge of the Financial Department) warrant the truthfulness and completeness of the content of the third quarterly report of 2009.
- 1.4 This announcement is made pursuant to Rules 13.09 (1) and (2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

2. COMPANY PROFILE

- 2.1 Major financial information and financial indicators (PRC GAAP)
(unaudited)

(Amount: In Rmb Yuan)

	End of current reporting period	End of last year	Variance from end of last year (%)
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Total Assets	188,446,334,414	174,068,464,039	8.26
Owners' equity (Shareholders' equity)	39,776,509,412	38,045,928,339	4.55
Net assets per share attributable to shareholders of the listed company	3.30	3.16	4.43

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	From the beginning of the year to the end of current reporting period (For the nine months ended 30 September)	Variance from equivalent period of last year (%)
Net cash inflow from operating activities	11,365,699,579	252.81
Net cash inflow from operating activities per share	0.94	248.15

	Current reporting period (For the third quarter ended 30 September)	From the beginning of the year to the end of current reporting period (For the nine months ended 30 September)	Variance from equivalent period of last year (%)
Net profit attributable to shareholders of the listed company	2,166,825,242	4,130,611,622	261.37
Basic earnings per share	0.18	0.34	261.90
Basic earnings per share after deducting non-recurring items	—	0.34	—
Diluted earnings per share	0.18	0.34	261.90
Fully diluted return on net assets (%)	5.45	10.38	Increased by 16.75 percent
Fully diluted return on net assets after deducting non-recurring items (%)	5.49	10.33	Increased by 17.04 percent

After deducting non-recurring items and amounts:

Total amount
from the
beginning of
the year to
the end of
current reporting
period (For the
nine
months ended

30 September)

Non-recurring item	
Gains from disposal of non-current assets	20,524,748
Government grant recorded in income statement, excluding government grant closely related to the Company's business and calculated according to national unified standards	129,677,857
Profit before taxation generated by acquiree before business combination under common control	5,071,658
Losses from the changes in fair value from held-for-trading financial assets , held-for-trading financial liabilities other than those hedging instruments relating to normal business, and investment income from disposal of held-for-trading financial assets , held-for-trading financial liabilities and available-for-sale financial assets	(60,561,630)
Reversal of provision for doubtful accounts receivable individually tested for impairments	2,629,998
Other non-operating income and expenses excluding the above items	(22,306,622)
Impact of minority interests	(20,877,402)

Tax impact of non-recurring items	(31,615,820)

Total	22,542,787
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Notes:

- Indicators such as shareholders' equity, net assets per share, net profit and net profit after deducting non-recurring items described above are attributable to the ordinary shareholders of the Company.
- Related indicators after deducting non-recurring items in the same period of 2008 have been adjusted in accordance with the standard of "Interpretation on Information Disclosures of Listed Companies No.1-Non-recurring Items[2008]".
- As for the subsidiaries from the business combination under common control in current reporting period, the company has adjusted their related assets, liabilities, operating results and cash flows for the period from the earliest beginning of the reporting period into the consolidated financial statements according to the relevant requirements of Accounting Standards for Business Enterprises.

2.2 Total number of shareholders and shareholding of the ten largest holders of shares in circulation as at the end of the reporting period

Total number of shareholders as at the end of the reporting period: 148,827 (including 148,120 holders of A shares, 562 holders of H shares and 145 holders of ADR).

Ten largest holders of shares in circulation without any selling restrictions

Name of shareholder (full name)	Number of shares in circulation without any selling restrictions as at the end of the reporting period	Type of shares
Hebei Provincial Construction Investment Company	603,000,000	A shares
Jiangsu Provincial Investment & Management Limited Liability Company	416,500,000	A shares
Fujian Investment Enterprise Holdings Company	374,466,667	A shares
Liaoning Energy Investment (Group) Limited Liability Company	332,913,333	A shares
Dalian Municipal Construction Investment Company	301,500,000	A shares
Horizon Asset Management, Inc.	120,726,880	H shares
Nantong Investment Management Limited Company	90,079,703	A shares
Minxin Group Limited Company	72,000,000	A shares
Newgate Capital Management, LLC	31,454,320	H shares
Invesco PowerShares Capital Management, LLC	29,993,360	H shares

3 Significant Matters

3.1 Disclosure as to, and reasons for, material changes in accounting items and financial indices of the Company

Applicable Not Applicable

(1) Composition of the Company's assets

- (a) Derivative financial assets as at the end of the period increased by 110.30% compared to the beginning of the period, mainly due to an increase in the fair value of hedging instruments.
- (b) Advances to suppliers as at the end of the period increased by 205.26% compared to the beginning of the period, mainly due to an increase in prepayments for coal of unsettled prices.
- (c) Interest receivable as at the end of the period decreased by 85.38% compared to the beginning of the

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period, mainly due to the receipt of interest receivable due.

- (d) Other receivables as at the end of the period increased by 69.71% compared to the beginning of the period, mainly due to an increase in prepayments for projects.
- (e) Current portion of non-current assets as at the end of the period increased by 90.46% compared to the beginning of the period, mainly due to an increase in finance lease receivables.
- (f) Other current assets as at the end of the period increased by 42.64% compared to the beginning of the period, mainly due to an increase in advanced payments of income tax.
- (g) Available-for-sale financial assets as at the end of the period increased by 81.90% compared to the beginning of the period, mainly due to market value changes in stocks of Yangtze Power held by the Company.
- (h) Construction-in-progress as at the end of the period increased by 57.02% compared to the beginning of the period, mainly due to the scale expansion of the Company.
- (i) Other non-current assets as at the end of the period increased by 38.32% compared to the beginning of the period, mainly due to an increase in finance lease receivables.
- (j) Derivative financial liabilities as at the end of the period decreased by 84.86% compared to the beginning of the period, mainly due to an increase in the fair value of hedging instruments.
- (k) Notes payable as at the end of the period increased by 1,220.84% compared to the beginning of the period, mainly due to an increase in equipments payables.
- (l) Advance from customers as at the end of the period increased by 6,003.64% compared to the beginning of the period, mainly due to an increase in sales amounts received in advance.
- (m) Interest payables as at the end of the period increased by 56.69% compared to the beginning of the period, mainly due to an increase in drawdown of loans with the scale expansion of the Company.
- (n) Other current liabilities as at the end of the period increased by 94.88% compared to the beginning of the period, mainly due to the issuance of short-term bonds of RMB10 billion in the reporting period.
- (o) Non-current portion of the derivative financial liabilities as at the end of the period decreased by 89.62% compared to the beginning of the period, mainly due to an increase in the fair value of hedging instruments.

- (p) Bonds payable as at the end of the period increased by 40.24% compared to the beginning of the period, mainly due to the issuance of medium-term bonds of RMB4 billion in the reporting period.
- (q) Other non-current liabilities as at the end of the period increased by 50.12% compared to the beginning of the period, mainly due to VAT refunds for purchasing domestic equipment during the reporting period.

(2) Composition of the Company's profit

- (a) The tax and levies on operations of the reporting period increased by 36.61% compared to the same period of last year, mainly due to an increase in value-added tax, based on which the tax on city maintenance and construction and the extra charges for education increased accordingly.
- (b) The financial expenses for the reporting period increased by 30.39% compared to the same period of last year, mainly due to the cessation of capitalizing borrowing costs for power plants newly put into commercial operations and an increase in drawdown of loans.
- (c) The reversal of assets impairment loss for the reporting period decreased by 95.12% compared to the same period last year, mainly due to more recovery of bad debts and reversal of provisions for doubtful accounts on receivables in the same period last year.

- (d) The investment income for the reporting period increased by 93.15% compared to the same period of last year, mainly due to an increase in profits of associated companies.
- (e) The income tax for the reporting period increased by 7,955.56% compared to the same period of last year, mainly due to the operating loss of the Company in the same period last year.
- (f) The Company's net profit attributable to the shareholders of the Company for the reporting period increased by 261.37% compared to the same period of last year, mainly due to an increase in operating revenues attributed by the commencement of operations of new generation units and the carryover effect of tariff adjustments during the second half of 2008, combined with a decrease in fuel costs resulted from a decrease in fuel procurement prices.
- (g) Profit attributable to the minority interests of the Company increased by 130.35% compared to the same period last year, mainly due to the operating loss of the Company in the same period last year.

3.2 The progress on significant matters and their impacts as well as the analyses and explanations for their solutions

Applicable Not Applicable

- (1) On 21 April 2009, the Company entered into a "share transfer agreement for the transfer of 55% equity interest in Tianjin Huaneng Yangliuqing Co-generation Limited Liability Company between China Huaneng Group and Huaneng Power International, Inc." with China Huaneng Group ("Huaneng Group") and another "share transfer agreement for the transfer of 41% equity interest in Huaneng Beijing Co-generation Limited Liability Company between Huaneng International Power Development Corporation ("HIPDC") and Huaneng Power International, Inc." with HIPDC, respectively (the above two agreements are collectively referred to as the "Transfer Agreements"). Pursuant to the Transfer Agreements, the Company had fully paid RMB1.076 billion and RMB1.272 billion (in aggregate RMB2.348 billion) to Huaneng Group and HIPDC, respectively. The Transfer Agreements were approved by the State-owned Assets Supervision and Administration Commission of the State Council ("SASAC") on 11 September 2009. The Company has paid the considerations in full to each of Huaneng Group and HIPDC pursuant to the terms of Transfer Agreements. The Company's controlling generation capacity and equity-based generation capacity were then increased by 2,045MW and 1,006 MW, respectively.
- (2) In addition, the transaction relating to the Company's acquisition of 65% equity interest in Huaneng Qidong Wind Power Generation Co. Ltd. from Huaneng New Energy Industrial Holding Limited Company was approved by the SASAC. The Company has paid the consideration of RMB103 million in full to Huaneng New Energy Industrial Holding Limited Company on 17 September 2009. The Company's controlling generation capacity and equity-based generation capacity were then increased by 92MW and 60MW, respectively.
- (3)

The 1,000MW ultra-supercritical coal-fired generating unit (Unit No.1) at Haimen Power Plant Phase 1, which is wholly-owned by the Company, has commenced commercial operation at the end of July 2009 and its actual generation capacity in operation has reached 1,036MW. In addition, the No.4 generating unit (110MW) at Jining Power Plant ceased operation on and from 30 June 2009 and the No.2 generating unit (220MW) at Huaiyin Power Plant ceased operation on and from 1 January 2009. At present, the Company wholly-owns 18 operating power plants, and has controlling interests in 16 operating power plants and minority interests in 5 operating power companies within China. Such power plants are located in 12 provinces and 4 provincial-level municipalities in China. The Company also has a wholly-owned generation company in Singapore. The Company's controlled generation capacity reaches 43,782MW and its equity-based generation capacity reaches 40,975 MW.

3.3 Status of performance of undertakings given by the Company, shareholders and de facto controller

Applicable Not Applicable

China Huaneng Group and Huaneng International Power Development Corporation undertook not to trade their shares in the Company which are subject to selling restriction on the market within 60 months starting from 19 April 2006. Since the implementation on 19 April 2006, China Securities Registration and Settlement Limited

Liability Company (Shanghai branch) has been entrusted to hold such shares for the lock-up arrangement.

- 3.4 Disclosure as to, and reasons for, the warning in respect of forecast of a probable loss in respect of the accumulated net profit from the beginning of the financial year to the end of the next reporting period or any significant changes in profit as compared with that of the corresponding period of last year

Applicable Not Applicable

Assuming that there are no significant adverse changes in the prices of thermal coal and tariff in the fourth quarter as compared to the present level, it is anticipated that a turnaround from loss to profit will occur for the period from the beginning of the financial year to the end of the next reporting period as compared to the same period last year.

- 3.5 Disclosure as to implementation of the cash dividend policy during the reporting period.

The Company convened a shareholders' meeting on 18 June 2009 and passed the Profit Distribution Plan of the Company for 2008. Based on the total shares of the Company in issue, the Company would pay a cash dividend of RMB1 (inclusive of tax) per every 10 ordinary shares to its shareholders. Total cash dividends to be paid in aggregate would amount to RMB1,205,633,044. As at 30 September 2009, the above-mentioned cash dividends were paid in full.

By Order of the Board
Huaneng Power International, Inc.
Cao Peixi
Chairman

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

Cao Peixi (Executive Director)	Liu Jipeng (Independent Non-executive Director)
Huang Long (Non-executive Director)	Yu Ning (Independent Non-executive Director)
Wu Dawei (Non-executive Director)	Shao Shiwei (Independent Non-executive Director)
Huang Jian (Non-executive Director)	Zheng Jianchao (Independent Non-executive Director)
Liu Guoyue (Executive Director)	Wu Liansheng (Independent Non-executive Director)
Fan Xiaxia (Executive Director)	
Shan Qunying (Non-executive Director)	
Xu Zujian (Non-executive Director)	
Huang Mingyuan (Non-executive Director)	
Liu Shuyuan (Non-executive Director)	

Beijing, the PRC
21 October 2009

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APPENDIX
 HUANENG POWER INTERNATIONAL, INC.
 UNAUDITED CONSOLIDATED AND THE COMPANY BALANCE SHEETS (PRC GAAP)
 AS AT 30 SEPTEMBER, 2009

	Amounts: In Rmb Yuan		
	30 September 2009 Consolidated	31 December 2008 Consolidated (Restated)	30 September 2009 The Company
ASSETS			
CURRENT ASSETS			
Cash	6,302,740,998	6,228,499,911	1,882,235,921
Derivative financial assets	32,552,430	15,479,384	—
Notes receivable	471,458,804	666,255,246	136,553,112
Accounts receivable	7,703,630,209	7,785,882,183	4,515,792,386
Advances to suppliers	2,037,079,233	667,332,042	1,472,946,419
Interest receivable	293,194	2,005,634	11,761,797
Dividend receivable	—	—	58,600,861
Other receivables	831,014,180	489,666,135	637,686,418
Inventories	3,896,102,772	5,502,968,618	1,996,222,078
Current portion of non-current assets	19,362,377	10,166,317	—
Other current assets	252,736,866	177,187,990	6,090,705,433
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Total current assets	21,546,971,063	21,545,443,460	16,802,504,425
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NON-CURRENT ASSETS			
Available-for-sale financial assets	2,295,715,905	1,262,042,775	2,295,715,905
Derivative financial assets	2,944,848	—	—
Long-term equity investments	9,482,424,032	8,745,002,312	31,080,981,598
Fixed assets	99,317,126,436	98,079,136,699	51,749,321,723
Construction-in-progress	23,109,075,464	14,717,115,863	9,857,581,645
Construction materials	14,304,304,088	11,494,311,399	4,574,058,831
Intangible assets	6,904,046,036	6,846,702,235	1,702,081,903
Goodwill	10,828,942,007	10,672,965,231	1,528,308
Long-term deferred expenses	166,875,893	181,847,382	8,350,750
Deferred income tax assets	352,660,435	426,120,255	70,244,246
Other non-current assets	135,248,207	97,776,428	8,666,378,875

Total non-current assets	166,899,363,351	152,523,020,579	110,006,243,784
TOTAL ASSETS	188,446,334,414	174,068,464,039	126,808,748,209

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HUANENG POWER INTERNATIONAL, INC.
UNAUDITED CONSOLIDATED AND THE COMPANY BALANCE SHEETS (PRC GAAP)
(CONTINUED)
AS AT 30 SEPTEMBER, 2009

Amounts: In Rmb Yuan

30 September 2009	31 December 2008	30 September 2009	31 December 2008
Consolidated	Consolidated	The Company	The Company

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