

Minutes of the Twenty Fourth Annual General Meeting of CLP Holdings Limited (the “Company”) held at the Company’s Head Office, 8 Laguna Verde Avenue, Hung Hom, Kowloon, Hong Kong (Principal Meeting Place) and on the online platform on Friday, 6 May 2022, at 11:00 a.m.

Present

MR WILLIAM MOCATTA (Chairman of the Meeting) (also representing **ACORN NOMINEES LIMITED; HKSCC NOMINEES LIMITED; KADOORIE FOUNDATION (HOLDING) LIMITED; LAKSHMI NOMINEES LIMITED; LANNOCK LIMITED; MIKO NOMINEES LIMITED; NEW OAK NOMINEES LIMITED; OAK D NOMINEES LIMITED; ROMS NOMINEES LTD; SARI NOMINEES LTD A/C A; SIR HORACE KADOORIE INTERNATIONAL FOUNDATION and WAVOFF NOMINEES LTD**; and also proxy for **AU CHI HANG; AU WAI YIN; CHAN CHI WAI; CHAN CHIU MING; CHAN CHUNG LEUNG RAYMOND; CHAN HAU YIN; CHAN HAU YIN; CHAN HAU YUNG; CHAN HAU YUNG; CHAN HUNG FAI; CHAN KA WAI; CHAN KA WAI; CHAN KAI TAK; CHAN LAI FUN; CHAN OI LIN; CHAN WAH CHAN; CHAN YEE MAN; CHENG HOI SING; CHENG KA CHUEN; CHENG KA CHUEN & WONG YIN PING; CHENG MAY KING; CHEUNG CHING; CHEUNG CHUN YUK; CHEUNG HOK LEUNG TERRY; CHEUNG KAM CHEONG; CHEUNG KONG LAI PETER; CHEUNG WAI KWAN ELIZA; CHEUNG WING FAI; CHEUNG YU KWONG EDMUND; CHI YUK OI; CHIU WING LOK; CHOI YUK SUI; CHONG KING HUNG; CHONG KUT LAM; CHOW WINSTON; CHU SAU WAN; CHU WAI YAN; CHUI KAM KUEN; CHUNG SUET LAN CHELET; DO CHUI MAN MARIA MAGDALENE; FAN YUEN SAN; FOO NGAR LING; FUNG KAM YUK; FUNG KIT FONG; GUI PO LING CANLIE; HAU HOI SIU; HO CHI MUN; HO SUM HON FRANCIS; HO WAI HUNG; HO WAI SO; HO YU HING; HO YUET OI; HO YUK KAM; HSU TUNG MING; HUANG KING CHU; HUANG PI JU; HUI YIN CHI; HUNG CHONG KAI; IP CHING HAN JOYCE; KAM CHUN SING; KO DIP SHIN; KONG KAM PAN; KONG PO HAR; KWOK CHEE CHING JANE; KWOK KAM HAR; KWOK SHIU HOY KATY; KWOK WAI HING; LAI CHAN WAI; LAI CHUN YU; LAI KAM WO; LAI MOON SHEUNG; LAM ALEX; LAM KIM LAI JEANNIE; LAM KWOK CHEE; LAM KWOK PO; LAM KWOK TONG; LAM KWOK YUE; LAM LAI HAN; LAM YEE MAN BRENDA; LAU CHONG FONG; LAU KAM KWAN; LAU MAN KWONG; LAU MEI KUEN; LAU PATRICK CHEUK YIP; LAU YUEN SHAN; LAW SUI CHING CANDIDA; LEE CHUNG TAK; LEE HO YUK OI; LEE KAM FONG SELINA & TAM MEI CHUN; LEE KIT YI ESTHER; LEE LAI HAN; LEE LAI LING; LEE LAI SHAN; LEE SHUI YUNG LOUISA; LEE WAI CHING; LEE WING HAN BRENDA; LEE WING HAN BRENDA & LEUNG YOK FUN; LEE YEE SHEUNG; LEE YUEN HAN CANDY; LEE YUET FONG; LEE YUET MAY; LEE YUET NING; LEE YUK KWAN; LEUNG CHI CHUNG; LEUNG CHI SHING; LEUNG CHI TAT; LEUNG KIT WAN; LEUNG KWAN WAI; LEUNG LAM TAI; LEUNG PING LAM; LEUNG SHUK YUEN; LEUNG WAI YEE; LI CHEUK MING; LI DAVID YIK WAI; LI HANG YUNG SUSANNA; LI HIN KI; LI HON SING; LI KIN YAU; LI SUT MAN; LI WAI SANG; LING SAU WAN; LING WOON PING; LO WAI CHING WENDY; LO WAI LI WINNIE; LO WAI TIN VICTOR; LO YAN PING; LO YUEN LING; LUI CHI CHING; LUI MEI; LUI SEE CECILIA; LUK SHING YICK; LUK SHING YICK & KWAN WING HAN; MAK SIU LING TARITA; MAK YIU SUK HAN ALINA; MOK CHI PO & CHEUNG WAI KWAN ELIZA; NAM KAI YUNG; NG CHUN**

YEE; NG KA HO DEREK; NG PIK KAY BECKY; NG SIU PING; NG SUN NUNG; NG WAI YIN; NGAN CHIU KI ADRIAN; PANG KING HOI; PANG MING LIM; PANG SHUN & LAU PAN TUEN; PO YIU TAI; POON KIT MAN MATTHEW; POON WAI MAN VIVIAN; SHU CHIN KEE; SHUM CHI CHUNG; SHUM CHI TO; SHUM WING YEE; SHUM YUK SUN; SO KWOK WAI; SZE HAY LAM; TAM LAI YU; TAM SIU SHAN PAUL; TAM YUK MUI; TAM YUK YIN; TANG WING ON; TANG WING TAI; TANG YIM HAR; TANG YIM WAN; TO CHUN FUNG; TO KAI YU; TO KWAN YEE; TONG SHUK YIN; TONG SHUK YIN; TONG SHUK YIN; TSE TIT KIN DAVID; TSE WING ON MATTHEW; TSO MUN WAI; TSOI YIN PING; WA NAI KI; WAN CARRIE KI LAI; WAN OI LING; WAN WAI HAN DONNA; WONG BO YONG; WONG CHE KWONG; WONG CHI MAN; WONG FU CHUEN; WONG FU CHUEN & NG PIK KAY BECKY; WONG GEE HONG; WONG KA CHUN; WONG KAM CHU; WONG KAM MING; WONG KIT PING; WONG KUEN KWONG; WONG LAI KUEN; WONG MEI CHING; WONG ON LI ANNIE; WONG PO WEN; WONG PUI YING PHILIP; WONG PUI YING PHILIP; WONG SIU HANG SHERRY; WONG YAU FOON; WONG YING KIT YOUNG; WONG YIU CHEONG; WONG YIU CHUNG JONE; WONG YUEN MEI; YAM YEE KUI PHILIP; YAM YEE YUK; YAT GEE FONG; YEUNG FOOK CHING; YEUNG LAI PING POLLY; YEUNG TSZ FUNG; YIP CHENG SIU MEE; YIP CHI SHING; YIP MING KIN; YIP THO; YU TSUI FUN CANDY; YUEN MIU HAR; YUEN MIU HAR and YUEN SAU KI); THE HON SIR MICHAEL DAVID KADOORIE (proxy for LAM YIN MI); MR J. A. H. LEIGH; MR ANDREW BRANDLER and MR PHILIP KADOORIE (Directors); SIR ROD EDDINGTON; MR NICHOLAS C. ALLEN (proxy for CHUNG SIU WAI); MRS FANNY LAW; MRS ZIA MODY; MS MAY SIEW BOI TAN; MS CHRISTINA GAW and MR CHUNYUAN GU (Independent Non-executive Directors); MR RICHARD LANCASTER (Chief Executive Officer), MR NICOLAS TISSOT (Chief Financial Officer) (also proxy for HONG KA PUI); MR DAVID SIMMONDS (Company Secretary); MR MICHAEL LING (Deputy Company Secretary) (also proxy for CHOI YUEN CHING); and MS QUINCE CHONG (Chief Corporate Development Officer) (also proxy for CHANG YI LING). Also the following Shareholders: ANG LOUISE; AU KA KI (proxy for LIU WING KEUNG); AU SAU LING SALINA; AU YEUNG BO MAN SIMEN; CHAN CHI YUI; CHAN CHOR FAI (representing HKSCC NOMINEES LIMITED); CHAN FUNG KUEN DOROTHY; CHAN GA YU SALLY (proxy for CHAN CHING SEE); CHAN KAI HUNG; CHAN KAM SHEUNG; CHAN KING FAI LESTER (representing HKSCC NOMINEES LIMITED); CHAN KIT NING; CHAN KWAI FAN; CHAN PUI YI PRISCILLA; CHAN SHIU YAN; CHAN SIU MEI EMILY; CHAN SIU PUI; CHAN SOO WAN; CHAN WAH CHAN; CHAN WAI LING ELLA; CHAN YUNG YIN; CHANG CHAK YAN; CHANG WAI FAN; CHANG YING WAH PETER; CHAU PIK MAN BETTY; CHENG KA MAN; CHEUNG KA PO; CHEUNG KWOK KIN; CHEUNG LAI CHU; CHIU SIN MING; CHONG YUK KUEN; CHOW GLADYS JOYCE; CHOW LAM SON; CHOW OASIS; CHOW YAN SANG JOHNSON; CHOW YAN WAI CHRISTINA; CHUNG CHAN TING; FUNG WAI YEE; HO KA YAN; HO KAM FAI; HO KAM YIN KELVIN; HO LAI FONG; HO PO LIN; HO PO WAN; HO SHUET FONG; HO SUK CHE IVY; HO YIU WING; HUEN CHI HUNG; HUEN KIT YEE; HUEN MAN YEE; HUI CHAN SHU HUAN SYLVIA; HUI KIT PING; HUI SIU FONG; HUNG KWOK KEE IVAN; KO DIP SHIN; KO HON MAN ALAN; KONG YUK MEI; KWAN KWOK HANG SAM; KWAN LING LIN; KWAN SO MAN; KWOK SO KING; KWOK WAI KAY VICKY; KWONG SHUI KING; LAI AGNES MUI YING; LAI KWAN YI; LAI SHIU FAN; LAI SHUK HAN; LAI TAI WAI; LAM CHAN BONG; LAM CHEUK YAN; LAM CHI TAK STEPHEN; LAM CHIN MING; LAM KA SING; LAM KAM CHING; LAM KUEN PING

(representing **HKSCC NOMINEES LIMITED**); **LAM LAI CHU**; **LAM MIU YIN**; **LAM SUI KIU**; **LAM YAN YEE WINNIE**; **LAU CHUN FAI DOUGLAS** (representing **HKSCC NOMINEES LIMITED**); **LAU KWAI LAN**; **LAU OI WAH AGNES**; **LAU SHUI YIN**; **LAU SHUK YIN**; **LAU SIU MUI**; **LAU SUK CHEONG PEGGIE**; **LAU WAI FUNG**; **LAU WAI SHANG**; **LAU YIP LEUNG**; **LAW HO FAI**; **LAW MAN ON**; **LAW PO MAN**; **LAW PO SHAN**; **LAW SAU MEI**; **LEE CHEUK MAN**; **LEE JIB THANG**; **LEE KAM HUNG**; **LEE SHUI YING**; **LEE VICTOR KWOK TIM**; **LEE WAI CHING**; **LEE YING KEI ENRICA** (proxy for **YUNG SHUN LOY JACKY**); **LEUNG CHI KIN**; **LEUNG CHI WAI**; **LEUNG KIN BONG**; **LEUNG KWAI YIN**; **LEUNG LAI OI** (proxy for **TAI SING CHEONG**); **LEUNG MEI LING**; **LEUNG NGAI MAN**; **LEUNG SHUI FUN HELEN**; **LEUNG WAI HUNG**; **LEUNG WAI TAK**; **LEUNG YUEN KWAN**; **LI MIU YING**; **LING CHUN HONG**; **LO SHIU MING**; **LO SIU KEE**; **LO WING KEE**; **LUK LUEN WAH** (representing **HKSCC NOMINEES LIMITED**); **MA WAI MAN**; **MAK CHI WAI**; **MAK KIT CHUNG**; **MO CHUNG SAN**; **NG KAM MING**; **NG SHIU LING**; **NG SUI CHUN**; **NG WAI HA**; **NGAN CHIU KI ADRIAN**; **POON MAN WAH**; **SHIU MAN LING**; **SIN KA WA**; **SO LAI MEE**; **SO LIKE CHEONG**; **SUEN YUN LING** (proxy for **HO KWOK YUEN**); **SY LEE**; **SZE CHING TAT KENNETH**; **SZE YUEN LING GLORIA**; **TAM WOON MUI CHRISTINA**; **TANG YIU KING**; **TANG YUET OI**; **TO HAU PING SIMON**; **TO KIN LAI**; **TONG SHIU TUNG**; **TSANG YEUNG KWONG**; **TSE KWOK FAI**; **TSE PUI YUK**; **TSE TIT KIN DAVID**; **TSUI SHEK HUNG**; **WEI YEE MING ELAINE**; **WONG CHI HO HOWARD**; **WONG HO CHEUNG JOHN**; **WONG HO HON ABRAHAM**; **WONG KEE CHOY**; **WONG KOK FU**; **WONG MAN CHI**; **WONG MEI HAN**; **WONG NGO MAN OWEN**; **WONG PUI SIN**; **WONG SAU HAN JULIUS**; **WONG SHIU CHEUNG**; **WONG SHUK YEE**; **WONG WAI KIT**; **WONG WAI YUNG**; **WONG WING YEE CLEMENT**; **WOO CHUNG HO**; **WU CHING YEE**; **WU YUEN FAT**; **YAM NUEN LING**; **YAM SAU CHUN**; **YAU LAP MAN**; **YEUN YOOK WAH**; **YEUNG CHI LING**; **YEUNG CHUI MEI**; **YEUNG HIU HO** (proxy for **LAW SUK YEE WENDY**); **YEUNG HOK KWAN**; **YEUNG MAN HIN**; **YEUNG SAU LIN**; **YEUNG SUEN CHUN**; **YEUNG TUNG**; **YIP LILY** (representing **HKSCC NOMINEES LIMITED**); **YIP PUI HAR**; **YIP WAI MAN**; **YIU WAI YAN**; **YU HENRY LUK HEUNG**; **YU WAI MAN BELLA**; **YU WEI CHUN**; **YU YUET LING**; **YUE CHUNG HING MICHAEL**; **YUE WAI KIN**; **YUEN MAN FAI**; **YUEN MAN SHAN** and **YUEN SIU HING CECILIA**.

Apologies

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In Attendance **MS YEE SHIA YUEN** (representative of **PRICEWATERHOUSECOOPERS** – Company Independent Auditor).

MR JOHN GALE (Company Legal Advisor) (also proxy for **CHAN TAT CHOI**).

MR DEAN WU (representative of **COMPUTERSHARE HONG KONG INVESTOR SERVICES LIMITED** – Company Registrars and poll scrutineer).

The Deputy Company Secretary thanked the CLP Holdings' Directors for their attendance at the Annual General Meeting. He informed Shareholders that the Vice Chairman of the Board, Mr William Mocatta, would chair the Annual General Meeting. He then introduced the Chief Executive Officer who was present on stage, followed by The Hon Sir Michael David Kadoorie, the Chairman of the Board, who joined the meeting via video conference, as well as Mr Nicholas Allen, an Independent Non-executive Director, and Mr Nicolas Tissot, the Chief Financial Officer, who joined the Meeting in the Principal Meeting Place and all other Directors who joined the Meeting through the online platform. The Deputy Company Secretary also welcomed all Shareholders joining the Annual General Meeting online.

A short video featuring how CLP celebrated the 120th Anniversary in 2021 was shown before the formal proceedings of the Meeting.

The Chairman started the Meeting by welcoming all the Shareholders.

**Quorum
and Notice**

The Chairman noted that a quorum of Shareholders was present. The Notice convening the Meeting had been issued to Shareholders on 30 March 2022. With permission from all Shareholders, the Notice was taken as read.

The Chairman thanked Shareholders for their cooperation and understanding regarding the special arrangements that had been put in place for this year's Annual General Meeting. He then addressed the Meeting as follows:

"The past several months have been particularly challenging for Hong Kong and our thoughts remain with those affected by the pandemic. More than two years into managing the impact of COVID on our business, we have made it our priority to keep the lights on and to look after people – our colleagues, customers, and the communities we serve. We remain committed to this path in support of wider efforts to advance the safe reopening and recovery of the Hong Kong economy.

"Turning now to the Group's financial performance. In 2021, the Group's operating earnings decreased 17.8% to HK\$9,517 million despite revenues having increased by 5.5% to HK\$83,959 million, total earnings fell 25.9% to HK\$8,491 million from 2020. The drop in total earnings was primarily due to high coal prices in Mainland China and significantly lower earnings from the generation operation of our business in Australia; as well as several one-off charges including settlement in a long-running litigation and costs in ensuring the safe operation of the Yallourn mine following the damages caused by extreme weather. Notwithstanding this, the Board is confident in the Group's ability to maintain the integrity of its operations and approved a fourth interim dividend of HK\$1.21 per share, in line with the same period in 2020. Total dividends per share for 2021 were maintained at HK\$3.10.

“2021 was CLP’s 120th Anniversary, a year in which we took the opportunity to reflect on our long history in Hong Kong while continuing to progress a range of initiatives that support the sustainable development of the Group. We unveiled our updated Climate Vision 2050 with a commitment to achieving net-zero emissions across our business by 2050 supported by a series of near-term commitments and our pathway to meeting this long-term target. In October last year, our new state-of-the-art gas-fired generating unit at Black Point Power Station was officially opened and is a strong testament to our dedication to power Hong Kong with less carbon emission. We also continued the development of our renewable energy business in Mainland China and India as those markets rapidly evolve away from subsidies towards grid parity pricing for renewables.

“The decarbonisation of CLP’s electricity supply can also enable other sectors in the economy to reduce their carbon footprint. This, in turn, supports further growth in demand for electricity and energy services. We are already witnessing the growth opportunities created by a rise in the demand for smart, green energy services in the Greater Bay Area. CLP is working to leverage technology and our expertise in Hong Kong to bring sustainable energy solutions to a wider audience across the Greater Bay Area.

“We ended 2021 with the Group’s commitment to capital expenditure at a high level, mainly driven by the decarbonisation investments in Hong Kong, Mainland China, Australia and India. While these investments reflect our commitment to decarbonisation and confidence in the economic prospects of our markets, they also highlight the importance of partnerships given the significant capital required. The business model we have pursued in India of forming a partnership to bring in new capital to fund the required investments has proven effective and we believe this can be a model to replicate in other markets to draw on support from investors and financiers.

“In 2021, we signed agreements for the development of a brand new building in the Kai Tak development area which will provide an exciting and truly modern head office for the CLP Group that advances our vision to create a utility of the future. The new head office project underlines our confidence in Hong Kong and commitment to continue to support the sustainable growth of our city. More recently, we have introduced and launched a new operating model for the Group as part of our transformation into a utility of the future. This relates to how we are structured and how we work together and aims to sharpen our focus on delivering decarbonisation and the opportunities that spring from the Greater Bay Area development.

“As we look forward, the continuing impact of the pandemic and other challenges such as the volatile and higher fuel prices create short-term headwinds for our business. For the first few months of 2022, we have seen unfavourable non-cash fair value movements in forward energy contracts used by EnergyAustralia as economic hedges and the operating conditions remain challenging for the business. The surging fuel prices also create pressure on tariffs for our customers in Hong Kong, making prudent cost control ever more important. Despite this backdrop, we remain cautiously optimistic on the region’s economic outlook, especially given the strengths of our position in our home market Hong Kong alongside our long-term commitment in Mainland China.

“In the face of the challenges and opportunities ahead of us, our focus and priorities are well-defined. We will continue our efforts to accelerate the transition of our business to net zero emissions, work closely with our customers, partners and governments in our markets to support their decarbonisation efforts while leveraging technology with our engineering capabilities to serve the growing demand for energy solutions. Most important of all, we remain committed to building and organising an agile, innovative workforce with the right values and ability to thrive regardless of the external environment.

“On behalf of the CLP Holdings Board of Directors and all our Directors of our subsidiary and joint venture companies, I would like to express our sincere thanks to all our staff in Hong Kong, Mainland China, India, Australia, Taiwan and Thailand for keeping the lights on during the pandemic. We are extremely proud of you.”

Call for a Poll

The Chairman of the Meeting called for a poll on each of the resolutions submitted to the Meeting and noted that the number of shares held by each Shareholder or proxy would be counted in the voting on the resolutions set out in the Notice.

The Chairman of the Meeting invited Mr Michael Ling to formally propose the following resolutions, which were set out in the Notice:

“Resolution (1) – to receive the 2021 audited financial statements and the reports of the Directors and Independent Auditor;

“Resolution (2) – the re-election of Mrs Zia Mody, Ms May Siew Boi Tan, Mr Philip Lawrence Kadoorie, Sir Roderick Ian Eddington and Mr William Elkin Mocatta;

“Resolution (3) – the re-appointment of PricewaterhouseCoopers as Independent Auditor and the Directors be authorised to fix their remuneration;

“Resolution (4) – as an ordinary resolution regarding the approval of the revised levels of remuneration payable to the Non-executive Directors including Independent Non-executive Directors who serve on the Board and Board Committees;

“Resolution (5) – as an ordinary resolution regarding the general mandate to issue new shares in the Company not exceeding 5% of the total shares in issue and such shares not to be issued at a discount of more than 10% to the benchmarked issue price; and

“Resolution (6) – as an ordinary resolution regarding the share buy-back mandate of up to 10% of the total shares in issue.”

**Independent
Auditor’s
Report**

The Independent Auditor’s Report was set out in the Company’s Annual Report. Ms Yee Shia Yuen, a partner of PricewaterhouseCoopers, summarised the Independent Auditor’s Report as follows:

“PricewaterhouseCoopers’ report on the consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2021 includes confirmation that we have conducted our audit in accordance with Hong Kong Standards on Auditing issued by the Hong Kong Institute of Certified Public Accountants, and that in our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2021, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants and have been properly prepared in compliance with the Hong Kong Companies Ordinance.”

The Chairman of the Meeting thanked Ms Yee.

Re-election of Directors and Remuneration payable to the Non-executive Directors

The Chairman continued:

“As Resolution (2e) concerns the re-election of myself; and resolution (4) relates to the remuneration of Non-executive Directors, including myself, in my capacity as Chairman voting as proxy for other Shareholders, votes will only be casted in accordance with their specified voting instructions.

Concerning Resolution (4), the Board proposes to ask Shareholders to approve the revised levels of remuneration payable to the Non-executive Directors including Independent Non-executive Directors who serve on the Board and Board Committees. As this Resolution concerns the remuneration of Non-executive Directors, including myself, I would like to invite Michael Ling to briefly explain the background to it.”

Mr Michael Ling noted that the current fees payable to the Non-executive Directors were approved by Shareholders in 2019 based on the results of an independent review undertaken in that same year. The CLP Code on Corporate Governance provided that CLP Non-executive Directors were to be paid fees in line with market practice based on a formal independent review undertaken no less frequently than every three years. Accordingly, at the beginning of 2022, management reviewed the level of fees payable to Non-executive Directors.

The methodology adopted in the 2022 Review was the same as that used in the previous reviews, taking into account the workload, scale and complexity of the business and the responsibility of Non-executive Directors. The resulting fees were then benchmarked against the level of fees paid to non-executive directors of other leading Hong Kong listed companies included within the Hang Seng Index and other Hong Kong indices, as well as fees paid to non-executive directors of utility companies listed on exchanges in Hong Kong, the UK, Australia and New Zealand.

The review methodology resulted in a modest increase in the proposed fees of the Audit & Risk Committee, Human Resources & Remuneration Committee, Sustainability Committee and Nomination Committee. Management considered that these increases were well justified because of the increasing demands on these committees in recent years.

As with the 2013, 2016 and 2019 reviews, it was recommended to spread the proposed increase over a period of three years from 2022 to 2024, as opposed to a full increase in the first year.

The methodology and proposed fees had been reviewed by J.S. Gale & Co, CLP’s external legal advisor, who had provided an opinion to the effect that the methodology adopted by CLP was reasonable and appropriate, had been fairly and consistently applied in all material respects and that the resulting proposed level of fees was reasonable and appropriate having regard to current corporate governance practices in Hong Kong and the UK.

Further details of the methodology and resulting fees were set out in the Human Resources & Remuneration Committee Report of CLP Holdings' 2021 Annual Report and the Notice of AGM. The 2022 Review which contained J.S. Gale & Co's opinion was available on the CLP website.

Mr Michael Ling went on to note that in order to conform with the Company's policy that no individual or any of his or her close associates should determine his or her own remuneration, the proposed revised levels of fees had been considered and endorsed by the Human Resources & Remuneration Committee, and were put to Shareholders for approval at the Meeting.

The Chairman then asked if there were any questions on the resolutions. There were no questions from Shareholders.

Voting Began As all the resolutions have been proposed, the Chairman of the Meeting continued:

"I confirm that those resolutions are put to the Shareholders for voting by poll now."

The Deputy Company Secretary noted that over 150 Shareholders had joined the Meeting through the online platform.

Questions and Answers As stipulated in the Notice, 15 minutes had been allocated for general questions and the Chairman of the Meeting invited Mr Michael Ling to read out questions posted online from Shareholders.

1. COVID situation – has the COVID outbreak in different markets had any significant financial impact for the first half of 2022?

Mr Richard Lancaster thanked the shareholder for this question and expressed that his heart went out to all those affected by the pandemic. There were impacts to the CLP business, partly due to supply chain disruption and also because of the economic recovery post COVID. One point Mr Lancaster highlighted was the huge volatility in energy prices worldwide, which had been compounded by the conflict in Ukraine. The shortage of fuel supplies plus high demands for energy had pushed up energy prices. In Hong Kong, CLP had a diversification of fuel supplies, but it was still required to purchase fuel from the international market, and therefore there was pressure on the electricity prices. In China, the impact of COVID had contributed to issues with supply of fuel for power generation, so prices of fuel had been impacted recently, similar to the situation at the end of 2021. This was less of an impact for our India business as domestic fuel sources were used and CLP was primarily shifting towards investment in renewable energy. Australia was particularly hard hit due to a combination of factors – there was a shortage of fuel for domestic use and also steep rises in energy prices. Although higher energy prices could be good to CLP in the medium term as EnergyAustralia would be selling energy in Australia at higher prices; in the near term, the short-term impact was negative as EnergyAustralia hedges its electricity sales and accounting rules require those arrangements to be “marked-to-market”. It was an area which CLP was paying close attention to.

2. Geopolitical tension – under the tense US and China relations, Google has terminated Mr John Lee’s YouTube channel which was used by him for his campaign for HKSAR Chief Executive election. Besides, the US had banned Huawei networking equipment from domestic 5G networks and persuaded other countries to impose similar restrictions. Under these circumstances, would CLP consider reducing reliance on Google?

Mr Richard Lancaster commented that considerations over the choice of technology these days were a lot more complicated than in the past. One important area of focus was on cyber security. Before making any choices, CLP would conduct very thorough reviews to ensure that cyber risks were well managed. Another consideration was on diversification as we would not want to be overly dependent on any one technology. Value for money and performance were of course other important considerations. He emphasised that technology choices were made very carefully, taking into account global geopolitical and cyber security threat issues.

3. Russian-Ukrainian War impact – are there any threats or opportunities to CLP and any impacts on costs and profits?

Mr Richard Lancaster responded that CLP adopted a comprehensive approach in managing the Group's risks. He emphasised that although this conflict was located far away from Asia Pacific where we had operations, it had a global impact, particularly on energy prices, which was clearly a risk that needed to be managed. CLP's approach to managing fuel supply risk was through diversification – CLP purchased fuels from multiple sources. In terms of other general impact, we had seen quite a steep inflation in commodity prices due to trade restrictions and sanctions. Given that CLP was building a lot of facilities around the world and was required to make purchases, this was an area that needed to be managed as well.

4. Greater Bay Area business development – how will CLP deepen its involvement in the Guangdong-Hong Kong-Macao Greater Bay Area?

Mr Richard Lancaster replied that as Hong Kong integrated more closely with the other cities in the Greater Bay Area (GBA), this represented opportunities to CLP and would be the primary area of growth for CLP. As highlighted in the Chairman's opening speech, CLP was seeing a lot of requirements for capital investments over the coming years arising from decarbonisation, and this was an important objective for us. In order to achieve decarbonisation for Hong Kong, we would need to think quite broadly about where our assets were located throughout the GBA and to look at our business more regionally. In taking our business forward, we could see opportunities in providing electricity-related services. These services could come in the form of helping our customers to become more energy efficient, supporting some high-technology industries such as data centres which require the use of a lot of electricity, and enhancing energy efficiency through the use of electric vehicles and electric transportation generally. With all these opportunities, to view the GBA as the natural home market of CLP was a logical move.

5. India business – what are CLP’s business prospects in India?

Mr Richard Lancaster commented that economies around the world would require huge capital investments in order to decarbonise, so everywhere that CLP operated there were business opportunities. For CLP, it was a matter of being selective about where the best opportunities were located and which one was a good match with CLP’s capabilities and strength. CLP had developed a sizable business scale in India, and referring to the earlier comment that CLP would focus in the GBA , for growth in the India market, it would be better for CLP to do this with a strong financial partner. For decarbonisation in India, there were good opportunities to invest in renewable energy as well as in the related transmission lines. To do this, CLP would need a strong financial partner, such as Caisse de dépôt et placement du Québec (CDPQ), and this was the best way to seize those opportunities in that market.

6. Hong Kong business – although the Government provided electricity subsidies, what measures would CLP adopt to reduce fuel cost and tariff to lighten the burden on customers?

Mr. Richard Lancaster elaborated that keeping the cost of electricity at a reasonable and affordable level was CLP’s constant focus. One big component of the cost of electricity over the past seven years had been the shift towards using more natural gas in the fuel mix in order to decarbonise. Looking to the future, the cost of decarbonising our electricity supply would naturally lead to some rises in the electricity price. The best way to address this was firstly to keep our fuel cost as low as we reasonably could. CLP has natural gas supplies from a range of sources, from the South China Sea through to Central Asia, and we were currently in the advanced stage of developing an offshore LNG import terminal so that we could have access to competitively priced natural gas from all over the world. One of the benefits of shifting away from fossil fuels to renewable energy and more nuclear power was that we would not be required to source as much fuel for electricity generation. In this transition, CLP had also done what it could to help customers who were struggling with the energy costs. During the COVID pandemic, CLP had extended payment due dates for customers who were struggling to pay their electricity bills, particularly the SMEs which were impacted with COVID restrictions. CLP had also provided \$220 million to various sectors of the economy, and our coupon schemes for restaurants and the catering sector had helped our customers better manage their electricity bills.

7. ESG financing – will CLP put more focus on ESG financing in the post-pandemic world?

Mr. Richard Lancaster acknowledged that ESG financing was a growing area and CLP was in a good position to capture those funding opportunities with a strong environmental, social and governance focus. Decarbonisation plans would demand considerable capital that would require funding from the financial markets, therefore, this was an important source of funding for CLP.

8. Nuclear energy – what is CLP’s position on investment in nuclear energy? Will it make further investment in this source of power?

Mr Richard Lancaster noted that CLP was an investor in the nuclear power industry in China back in early 1990s with the investment in the Daya Bay Nuclear Power Station. CLP made a second investment in the Yangjiang Nuclear Power Station more recently. As part of CLP’s generation portfolio, it provided zero carbon emission power and a stable tariff and earnings. It had been very successful in helping Hong Kong in its journey towards decarbonisation. Therefore, if there were good opportunities, CLP would certainly be open to making further investment.

9. Australia business – the business performance of EnergyAustralia has been quite poor – the earnings dropped from roughly \$1,600 million to \$83 million. However, the remuneration for the Managing Director of EnergyAustralia was about HK\$28 million. It seemed that the performance and remuneration were not aligned, would CLP be able to give a response on this issue?

Mr Richard Lancaster explained that this was a very important question on how CLP broadly linked management compensation to business performance. Our Australia business operated with a pay structure which was aligned with the local market, and broadly speaking it included a fixed component, an annual incentive and a long-term incentive. There could possibly be a time shift when looking at the long-term incentive - one would have to look at the business performance from a three-year period rather than a one-year period in order to get a full picture. EnergyAustralia had been performing steadily in the three years prior to last year when there were some one-off events owing to extreme weather in Australia that affected the operation of the Yallourn power plant. In addition, it should be noted that the Managing Director of Australia retired in the middle of last year and she had served EnergyAustralia extremely well over her service period so at her retirement, there were certain adjustments and one-off payments associated with the retirement.

10. Overseas businesses – CLP has developed the electricity businesses in India and Australia for many years, is it cost-effective in running these businesses in these countries? If yes, what measures will CLP make to improve the earnings of these businesses?

Mr Richard Lancaster explained that he would look at this question in terms of profitability. He said that investing in these markets was profitable and the key question was whether we could earn our cost of capital. For the India business, the answer was yes; and for the Australia business, there were some ups and downs in its performance. CLP had gone through a period of transition of its Australia business, and there was a potential to earn the cost of capital in that market. The efforts that CLP had put in to reshape the generation portfolio of EnergyAustralia to make its business as efficient as possible had been successful and the Australia business was a good platform for growth in the future. However, there was strong demand for capital in both India and Australia. As outlined in his earlier remarks, Mr Lancaster reiterated that CLP's ability to fund these businesses with the capital required would put too much pressure on its financial resources, so working with partners whether at a project level or at an enterprise level would be the way to optimise its capital structure and to see those businesses grow and deliver the potential there.

11. Chairman's retirement – what is the Chairman of the Board's retirement plan or succession plan?

The Chairman of the Board, the Honourable Sir Michael David Kadoorie, replied via the video conference that as long as he had his health, and as long as he was useful and of value, he would not place a date on his retirement.

There being no further questions from Shareholders, the Chairman of the Meeting closed the question time.

Voting Closed Shareholders participated online were given sufficient time to cast their votes using the electronic voting system. After Shareholders had completed their voting, the Chairman of the Meeting then declared the poll closed.

The Chairman of the Meeting declared that the results of the poll would be published on the Company's and the Hong Kong Stock Exchange's websites; as well as in the Minutes of the Annual General Meeting which would be published on the Company's website in due course.

Conclusion There being no further business, the Meeting concluded at 11:40 a.m.

William Elkin Mocatta
Chairman of the Meeting

Shareholders are advised that the proceedings of the Annual General Meeting can be viewed on the Investor Relations section of the Company's website at www.clpgroup.com.