Governance

We are committed to a high standard of corporate governance, reflecting a company culture that values transparency and celebrates excellence in all facets.



Transparency

Culture



Board of Directors

Non-executive Directors



The Honourable Sir Michael Kadoorie • Chairman N Aged 77 • Appointed on 19 January 1967*

Expertise

- Global market experience Other industries (Aviation/Travel & leisure) Other listed board roles
- Related industry experience (Power/Property)

Titles, qualifications and education

Gold Bauhinia Star Commandeur de la Légion d'Honneur Commandeur de l'Ordre des Arts et des Lettres Commandeur de l'Ordre de la Couronne Commandeur de l'Ordre de Leopold II Honorary Doctor of Laws Honorary Doctor of Science

Other major offices

- ▲ The Hongkong and Shanghai Hotels, Ltd. (Non-executive Chairman, and Chairman of Nomination Committee and Executive Committee)
 - Sir Elly Kadoorie & Sons Ltd. (Director) Heliservices (Hong Kong) Ltd. (Chairman)
- ▲ CK Hutchison Holdings Ltd. (Independent Non-executive Director and member of Nomination Committee)



William Elkin Mocatta • Vice Chairman (F) (Chairman) (P) (Chairman) (H) Aged 65 • Appointed on 16 January 1993* **Expertise**

- Global market experience Other listed board roles Professional (Accounting)
- Related industry experience (Power/Property)

Titles, qualifications and education

Fellow of The Institute of Chartered Accountants in England and Wales

Major positions held with the Group

CLP Power Hong Kong Ltd. (Chairman) Castle Peak Power Company Ltd. (Chairman) CLP Properties Ltd. (Chairman)

CLP Property Investment Ltd. (Chairman)

Hong Kong Pumped Storage Development Company, Ltd. (Chairman)

Other major offices

- The Hongkong and Shanghai Hotels, Ltd. (Non-executive Director) Sir Elly Kadoorie & Sons Ltd. (Director)
- CK Hutchison Holdings Ltd. (Alternate Director)



John Andrew Harry Leigh Aged 65 • Appointed on 10 February 1997* **Expertise**

- Company executive Global market experience Other listed board roles Professional (Legal)
- Related industry experience (Power/Property)

Other major offices

The Hongkong and Shanghai Hotels, Ltd. (Non-executive Director, and member of Executive Committee and Finance Committee)

Sir Elly Kadoorie & Sons Ltd. (Director)

Past experience

Prior to joining the CLP Group in 1986, Mr Leigh was in private practice as a solicitor in Hong Kong and the UK. He was the Senior Legal Advisor, Company Secretary and General Manager - Corporate Affairs in the CLP Group between 1986 and 1996.

- A Audit & Risk Committee
- (F) Finance & General Committee
- Human Resources & Remuneration Committee
- Nomination Committee
- **Provident & Retirement Fund Committee**
- Sustainability Committee
- The date given is that of appointment to the Board of China Light & Power Company, Ltd., the holding company of the CLP Group prior to the Group Reorganisation in 1998. All of these Directors were appointed to the Board of CLP Holdings on 31 October 1997.
- ▲ The securities of these companies are currently listed on the Hong Kong Stock Exchange or overseas stock exchange(s)

Full particulars of Directors, including their directorships in the subsidiary companies of CLP Holdings, other directorships held in the last three years in public listed companies and other major appointments are available on our website. 🚇



Andrew Clifford Winawer Brandler Aged 62 • Appointed on 6 May 2000

Expertise

- Company executive Global market experience Other listed board roles
- Professional (Accounting/Banking & finance)
 Related industry experience (Power)

Titles, qualifications and education

Member of The Institute of Chartered Accountants in England and Wales

Master of Arts, the University of Cambridge
Master in Business Administration, Harvard Business
School

Major positions held with the Group

CLP Holdings Ltd. (Alternate Director – Alternate to Mr William Mocatta) EnergyAustralia Holdings Ltd. (Director)

Other major offices

▲ The Hongkong and Shanghai Hotels, Ltd. (Non-executive Deputy Chairman, Chairman of Finance Committee, and member of Audit Committee, Remuneration Committee and Executive Committee)

Sir Elly Kadoorie & Sons Ltd. (Chairman)

▲ Tai Ping Carpets International Ltd. (Non-executive Director)

MTR Corporation Ltd. (Independent Non-executive Director, Chairman of Risk Committee, and member of Audit Committee)

Public service

Hong Kong Golf Association Ltd. (Alternate Director)
The Chinese International School Foundation (Chairman of the Board of Governors)

Past experience

Mr Brandler was the Group Managing Director and Chief Executive Officer of CLP Holdings from 6 May 2000 to 30 September 2013. He continued to serve on the Board of CLP Holdings as an Executive Director until his redesignation as a Non-executive Director on 1 April 2014.



Lee Yui Bor
Aged 72 • Appointed on 4 August 2003
Expertise

- CLP market experience (China)
 Company executive
 Professional (Engineering)
- Related industry experience (Power)

Titles, qualifications and education

Chartered Engineer

Member of the Institution of Engineering and Technology Fellow of the Hong Kong Institution of Engineers Honorary Fellow of the Association of the Electricity Supply Industry of East Asia and the Western Pacific (as President in 1992)

Bachelor of Science in Electrical Engineering, the University of Hong Kong

Diploma, Imperial College, the University of London Master of Science, Imperial College, the University of London

Doctor of Philosophy, the University of Bath (UK)

Other major offices

Heliservices (Hong Kong) Ltd. (Director)

Longmen Group Ltd. (in creditors' voluntary winding up) (Non-executive Chairman)

Metrojet Ltd. (Director)

The University of Hong Kong (Honorary Professor)

Past experience

Dr Lee first joined the CLP Group in 1976 and retired as an Executive Director of CLP Holdings in 2007.



Philip Lawrence Kadoorie
Aged 27 • Appointed on 7 August 2018
Expertise

- Other industries (Aviation) Other listed board roles
- Related industry experience (Property)

Titles, qualifications and education

Bachelor of Science in Communication, Boston University FAA Commercial Pilot's Licence (Helicopter) Intensive Putonghua course, Tsinghua University (Beijing)

Other major offices

The Hongkong and Shanghai Hotels, Ltd. (Non-executive Director) Sir Elly Kadoorie & Sons Ltd. (Director) Heliservices (Hong Kong) Ltd. (Director) Metrojet Ltd. (Director)

Past experience

Prior to his appointment to the Board of The Hongkong and Shanghai Hotels, Ltd. in 2017, Mr Kadoorie completed various internships in commercial property companies, Schroders Bank in London and at CLP Group in Hong Kong.

Relationships with Directors and substantial shareholders

Mr Kadoorie is the son of The Hon Sir Michael Kadoorie, Chairman of CLP Holdings. He is a Director of Sir Elly Kadoorie & Sons Ltd., overseeing a number of Kadoorie family interests in Hong Kong and overseas and, as such, is associated with the substantial shareholders of CLP Holdings.

Independent Non-executive Directors



Vernon Francis Moore (Chairman) Aged 72 • Appointed on 7 March 1997* **Expertise**



- CLP market experience (Australia/China/India) Company executive Global market experience • Other industries (Aviation/Banking/Mining) • Other listed board roles
- Professional (Accounting) Related industry experience (Power/Property/Steel infrastructure)

Titles, qualifications and education

Bronze Bauhinia Star

Fellow of The Institute of Chartered Accountants in England and Wales

Fellow of The Hong Kong Institute of Certified Public Accountants

Other major offices

CITIC Ltd. (Personal advisor to the Chairman) CITIC Mining International Ltd. (Executive Director) CITIC Pacific Ltd. (Executive Director)

Western Harbour Tunnel Company Ltd. (Non-executive Chairman) Pacific Infrastructure Ltd. (Non-executive Chairman) Pacific Infrastructure Management Ltd. (Non-executive Chairman)

Public service

The Community Chest (Deputy Chairman of the Executive Committee) Asia Society Hong Kong Center (Trustee)

Past experience

Mr Moore was an executive director of CITIC Ltd. from 1990 to 2014 and chief financial officer from 1990 to 2005 and 2008 to 2014. He was also a non-executive director of Cathay Pacific Airways Ltd.⁴ from 1992 until 2009 (except June to September 1996).



Sir Roderick Ian Eddington **(F)** Aged 69 • Appointed on 1 January 2006 **Expertise**

- CLP market experience (Australia) Company executive Global market experience
- Other industries (Aviation) Other listed board roles Professional (Banking & finance/Engineering)

Titles, qualifications and education

Officer of the Order of Australia 1974 Rhodes Scholar, the University of Western Australia Doctor of Philosophy in the Department of Engineering Science, the University of Oxford

Other major offices

21st Century Fox (split from News Corporation) (listed on NASDAQ) (Non-executive Director) John Swire & Sons (Australia) Pty Ltd. (Non-executive Director)

Expertise

JP Morgan Chase Bank N.A. (Non-executive Chairman (Asia Pacific Advisory Council)) Lion Pty Ltd. (Non-executive Chairman)

Past experience

Sir Rod Eddington was the Chief Executive of British Airways plc from 2000 until he retired on 30 September 2005. He has maintained a connection with Hong Kong from his previous directorships with Cathay Pacific Airways Ltd. A., Swire Pacific Ltd. A and Hong Kong Aircraft Engineering Company Ltd. during the period from 1988 to 1996.



Nicholas Charles Allen (Chairman) Aged 63 • Appointed on 12 May 2009









• Global market experience • Other listed board roles • Professional (Accounting) • Related industry experience (Property/Retail)

Titles, qualifications and education Fellow of The Institute of Chartered Accountants in England and Wales

Member of The Hong Kong Institute of Certified Public Accountants

Bachelor of Arts in Economics/Social Studies, the University of Manchester (UK)

Other major offices

Link Asset Management Ltd. (as manager of The Link) Real Estate Investment Trust) (Independent Nonexecutive Chairman, and Chairman of Nomination Committee and Finance and Investment Committee) ▲ Lenovo Group Ltd. (Independent Non-executive Director and Chairman of Audit Committee)

Public service

Vision 2047 Foundation (Chairman)

Past experience

Mr Allen joined Coopers & Lybrand (C&L) in London in 1977 and was transferred to C&L Hong Kong in 1983. He was admitted to partnership in C&L Hong Kong in 1988, which was subsequently merged with Price Waterhouse into PricewaterhouseCoopers (PwC) in 1998. Mr Allen retired from PwC in 2007.



Cheng Hoi Chuen Vincent (Chairman) (E) (N) Aged 70 • Appointed on 17 August 2011

Expertise

- CLP market experience (China) Company executive Other listed board roles
- Professional (Banking & finance)

Titles, qualifications and education

Gold Bauhinia Star
Order of the British Empire
Justice of the Peace

Bachelor of Social Science in Economics, the Chinese University of Hong Kong

Master of Philosophy in Economics, the University of Auckland

Doctor of Social Science (honoris causa), the Chinese University of Hong Kong

Doctor of Business Administration (honoris causa), the Open University of Hong Kong

Other major offices

- CK Hutchison Holdings Ltd. (Independent Nonexecutive Director, and member of Audit Committee, Remuneration Committee and Nomination Committee)
- Great Eagle Holdings Ltd. (Independent Non-executive Director, Chairman of Audit Committee, and member of Remuneration Committee and Nomination Committee)

- ▲ Hui Xian Asset Management Ltd. (as manager of Hui Xian Real Estate Investment Trust) (Independent Non-executive Director and Chairman of Audit Committee)
- MTR Corporation Ltd. (Independent Non-executive Director, and member of Remuneration Committee and Corporate Responsibility Committee)
- ▲ Shanghai Industrial Holdings Ltd. (Independent Non-executive Director, Chairman of Audit Committee, and member of Remuneration Committee and Nomination Committee)
- Wing Tai Properties Ltd. (Independent Non-executive Director and Chairman of Nomination Committee)

Past experience

Mr Cheng was the Adviser to the Group Chief Executive of HSBC Holdings plc⁴ (June 2011 to May 2012), Chairman of The Hongkong and Shanghai Banking Corporation Ltd., HSBC Bank (China) Company Ltd. and HSBC Bank (Taiwan) Ltd. between May 2005 and May 2011, an Executive Director of HSBC Holdings plc (February 2008 to May 2011), and a Non-executive Director of HSBC Bank (Vietnam) Ltd. (November 2008 to November 2010).



Law Fan Chiu Fun Fanny (A) (S) Aged 66 • Appointed on 17 August 2011 and reappointed on 1 August 2012 Expertise

- CLP market experience (China) Other listed board roles
- Public administration Technology

Titles, qualifications and education

Grand Bauhinia Medal
Gold Bauhinia Star
Justice of the Peace
Bachelor of Science (Hon.), the University of Hong Kong
(outstanding alumnus of the Science Faculty)
Master in Public Administration, Harvard University
(Littauer Fellow)

Master in Education, the Chinese University of Hong Kong

Other major offices

- China Resources (Holdings) Co., Ltd. (as the unlisted holding company for a number of China Resources listed group entities) (External Director)
- China Unicom (Hong Kong) Ltd. (Independent Nonexecutive Director, and member of Audit Committee and Nomination Committee)
- DTXS Silk Road Investment Holdings Company Ltd. (Independent Non-executive Director and member of Audit Committee)

- Minmetals Land Ltd. (Independent Non-executive Director, Chairman of Remuneration Committee, and member of Audit Committee and Nomination Committee)
- ▲ Nameson Holdings Ltd. (Independent Non-executive Director)

Public service

China-US Exchange Foundation (Special Advisor)
The Government of Hong Kong SAR (Member of the Executive Council)

Past experience

Prior to her retirement from the civil service in 2007, Mrs Law was the Commissioner of the Hong Kong Independent Commission Against Corruption. During her 30 years in the civil service, Mrs Law has worked in many fields, including medical and health, economic services, housing, land and planning, home affairs, social welfare, civil service, transport and education.

Independent Non-executive Directors



Zia Mody (II)
Aged 62 • Appointed on 2 July 2015
Expertise

- CLP market experience (India) Other listed board roles
- Professional (Legal) Technology

Titles, qualifications and education

Member of the New York State Bar by examination Advocate with the Bar Council of Maharashtra and Goa Bachelor of Laws, the University of Cambridge Master of Laws, Harvard Law School

Other major offices

AZB & Partners (AZB) (Senior Partner)

 Ascendas Property Fund Trustee Pte. Ltd. (as trusteemanager of Ascendas India Trust) (listed on Singapore Exchange Ltd.) (Independent Director and member of Audit and Risk Committee)

The Hongkong and Shanghai Banking Corporation Ltd. (Independent Non-executive Deputy Chairman and member of Risk Committee)

Public service

Cambridge India Research Foundation (Non-executive Director)
ICCA Foundation, Inc. (the International Council for Commercial
Arbitration) (Non-executive member of the Governing Board)
J. B. Petit High School for Girls (Trustee)
London Court of International Arbitration (India) Private Ltd. (Director)
Observer Research Foundation (Trustee)

Past experience

Mrs Mody worked as a corporate associate at Baker & McKenzie in New York for five years before establishing the Chambers of Zia Mody in India in 1984, which then became AZB in 2004.



May Siew Boi Tan (A) (F) (S)
Aged 63 • Appointed on 7 August 2018
Expertise

- Company executive Global market experience Other industries (Banking)
- Other listed board roles Professional (Accounting/Banking & finance)
- Related industry experience (Property)

Titles, qualifications and education

Member of The Institute of Chartered Accountants in England and Wales

Fellow of The Hong Kong Institute of Certified Public Accountants

Graduated from The University of Sheffield (UK)

Other major offices

▲ Link Asset Management Ltd. (as manager of The Link Real Estate Investment Trust) (Independent Nonexecutive Director, and member of Audit and Risk Management Committee, Nomination Committee and Remuneration Committee)

HSBC Insurance (Asia) Ltd. (Independent Non-executive Director)

HSBC Life (International) Ltd. (Independent Nonexecutive Director)

MSIG Insurance (Hong Kong) Ltd. (Director)

Public service

Hong Kong Youth Arts Foundation (Executive Committee member) Standing Committee on Judicial Salaries and Conditions of Service (Member)

Past experience

Ms Tan was an Executive Director of Standard Chartered Bank (Hong Kong) Ltd. and its Chief Executive Officer from July 2014 to February 2017. She joined Standard Chartered Bank in 2009 as Global Head, Equity Corporate Finance.

In public service, Ms Tan was the Chairman of The Hong Kong Association of Banks, the ex-officio member of Hong Kong Trade Development Council and a member of the Currency Board Sub-Committee of The Exchange Fund Advisory Committee of Hong Kong Monetary Authority. She was a member of the Listing Committee of The Stock Exchange of Hong Kong Ltd. (from 2012 to 2015) and a member of the Takeovers and Mergers Panel and the Takeovers Appeal Committee of the Securities and Futures Commission (from 2001 to 2013). Ms Tan was also a Council Member (from 2008 to 2017) and the Vice Chairman (from 2012 to 2017) of Oxfam Hong Kong.

Executive Directors



Richard Kendall Lancaster • Chief Executive Officer (CEO) (Chairman) Aged 57 • Appointed on 3 June 2013





Expertise

- CLP market experience (Australia/China/India) Company executive Global market experience
- Professional (Engineering) Related industry experience (Power)

Titles, qualifications and education

Bachelor of Engineering in electrical engineering, the University of New South Wales

Public service

Business Environment Council (Chairman) World Business Council for Sustainable Development (Council Member) (member of the Climate and Energy Cluster Board)

Hong Kong Management Association (Fellow) The Australian Chamber of Commerce Hong Kong & Macau (Founding member of the Advisory Council) UNSW Hong Kong Foundation (Board Member) World Energy Council (Hong Kong Member Committee) (Chairman)

Past experience

Prior to assuming his role of CEO in September 2013, Mr Lancaster was the Managing Director of CLP Power Hong Kong for three years, responsible for its electricity generation, transmission and distribution business and service to its customers in Hong Kong. He began his career with the Electricity Commission of New South Wales in Australia and has more than 30 years of experience in the power industry and in other industrial operations in Australia, UK and Hong Kong. Mr Lancaster joined CLP in 1992 and has held a variety of managerial positions in CLP. His experience covers project management, power plant operations, commercial, finance, legal and corporate functions.



Geert Herman August Peeters • Chief Financial Officer (CFO) Aged 55 • Appointed on 1 January 2016





- CLP market experience (Australia/China/India) Company executive Global market experience
- Professional (Engineering) Related industry experience (Power)

Titles, qualifications and education

Knight in the Order of King Leopold Chartered Engineer (Belgium) International Certified Professional Accountant Executive business training, INSEAD Paris, France Master of Science in electro mechanical engineering (hons. RUG Gent, Belgium) Postgraduate degree in business and IT administration

Public service

(HEC Brussels, Belgium)

CNBC Global CFO Council (Member) International Integrated Reporting Council (Member) Hong Kong Belgium-Luxembourg Chamber of Commerce (Member of Executive Committee)

Past experience

Prior to Mr Peeters' appointment as an Executive Director and CFO of CLP Holdings in January 2016, he was the Group Director & CFO (since 1 April 2014).

He has over 25 years of experience in the energy industry. Prior to joining CLP, he was the Deputy CFO of GDF SUEZ (now known as ENGIE) Group based in Paris and Executive Director and CFO of International Power plc, a ENGIE subsidiary formerly listed on the London Stock Exchange and part of the FTSE 100. Mr Peeters was with GDF SUEZ from 1997 to 2013, gaining extensive experience in senior financial and operational roles in Europe, Latin America, the Middle East and North America.

Senior Management



From left to right

Front row: David John Simmonds, Geert Herman August Peeters, Richard Kendall Lancaster, Yuen So Siu Mai Betty, Chiang Tung Keung Back row: Derek Parkin, Chong Wai Yan Quince, Roy Anthony Massey, Chan Siu Hung, Catherine Leigh Tanna, Rajiv Ranjan Mishra

· Richard Kendall Lancaster

Chief Executive Officer

Mr Lancaster's biography is on page 103.

Geert Herman August Peeters

Executive Director & Chief Financial Officer

Mr Peeters' biography is on page 103.

Derek Parkin

Chief Operating Officer, aged 59

Titles, qualifications and education

BSc(Hons), MPhil, MBA, CEng, Eur Ing, FEI, FIMM, MIoD

Major responsibilities held with the Group

Mr Parkin joined CLP as the Group's Chief Operating Officer in September 2015. He is responsible for the Group's operations, engineering, construction and fuel procurement. He also leads CLP's occupational health, safety, security and environment function.

David John Simmonds

Group General Counsel & Chief Administrative Officer Company Secretary, aged 48

Titles, qualifications and education

Mr Simmonds holds a Bachelor of Laws (Honours) and a Bachelor of Commerce from the University of Melbourne.

Mr Simmonds is a Fellow of the Institute of Chartered Secretaries & Administrators in England, a Fellow of The Hong Kong Institute of Chartered Secretaries.

Major responsibilities held with the Group

Mr Simmonds is responsible for the provision of legal and insurance services across the CLP Group, the Group's property development and management activities, special projects of the CEO, and a range of commercial and administrative matters of significance to the Group.

Mr Simmonds was appointed as the Company Secretary of CLP Holdings on 1 January 2016 and he is responsible for the corporate secretarial affairs of CLP Holdings and its subsidiaries.

Chong Wai Yan Quince (S)

Chief Corporate Development Officer, aged 55

Titles, qualifications and education

JP, BSSc

Major responsibilities held with the Group

Ms Chong joined CLP Power Hong Kong on 1 September 2012 as Chief Corporate Development Officer and is a Director of CLP Power Hong Kong Limited. She is also a director of Smart Charge (HK) Limited. an affiliated company of the CLP Group. At CLP Power Hong Kong, she leads the functions of customer and business development, public affairs and community relations. Her role helps drive customer service excellence and strengthen ties with customers and the community as a whole. She is also responsible for all public affairs and sustainability development matters of the CLP Group.

Roy Anthony Massey

Chief Human Resources Officer, aged 64

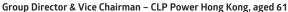
Titles, qualifications and education

Mr Massey holds an MBA degree from the Manchester Business School, and a degree in Law from Liverpool University.

Major responsibilities held with the Group

Mr Massey has been in Hong Kong since 1996, and joined CLP Power Hong Kong Limited in 2000. He is responsible for all human resource related matters across the Group.

Yuen So Siu Mai Betty (F)



Titles, qualifications and education

JP. B.Comm., CPA

Major responsibilities held with the Group

Mrs Yuen was appointed as the Vice Chairman of CLP Power Hong Kong Limited in 2010, with a primary focus on the strategic direction of the Group's electricity business in Hong Kong and China. She is also responsible for CLP's investments in Guangdong Daya Bay and Yangjiang nuclear projects as well as further development of CLP's nuclear business on the Mainland.

Chiang Tung Keung

Managing Director - CLP Power Hong Kong, aged 52

Titles, qualifications and education

BSc(Eng.), MSc, MBA, FHKIE, CEng, MIET

Major responsibilities held with the Group

Mr Chiang is the Managing Director of CLP Power Hong Kong Limited and holds overall responsibility for the operations of the Hong Kong business, which includes a vertically integrated electricity utility serving 2.6 million customers in Kowloon, the New Territories and Lantau Island

Chan Siu Hung

Managing Director - China, aged 60

Titles, qualifications and education

JP, BSc(Eng.), MSc, CEng, HonFEI, MIET, MHKIE

Major responsibilities held with the Group

Mr Chan is responsible for CLP's China business with projects encompassing a wide range of energy technologies from nuclear, coal-fired, hydro, wind and solar power.

Rajiv Ranjan Mishra

Managing Director - India, aged 53

Titles, qualifications and education

Mr Mishra holds a Bachelor degree in Chemical Engineering (first class distinction) from BIT, Sindri and an MBA degree from the Indian Institute of Management, Lucknow, and is an Advanced Management Program Graduate from the Harvard Business School, Boston.

Major responsibilities held with the Group

Mr Mishra is responsible for running CLP's business in India. He joined the CLP Group in 2002 and has over 20 years' of experience in the power industry, both in India and internationally, mostly involved in project financing, investment appraisal, finance and accounting and general management.

• Catherine Leigh Tanna

Managing Director - EnergyAustralia, aged 57

Titles, qualifications and education

Ms Tanna studied at the University of Queensland and holds a Bachelor of Laws degree and Doctor of Business honoris causa.

Major responsibilities held with the Group

Appointed as Managing Director of EnergyAustralia on 1 July 2014, Ms Tanna holds overall responsibility for the asset management and business development of CLP's investments in Australia. EnergyAustralia is a customer-focused energy business serving 2.55 million accounts across southeast Australia supported by a generation portfolio comprising coal, gas, wind and solar assets.





Sustainability Committee

Full particulars of <u>Senior Management</u>, including their directorships in the subsidiary companies of CLP Holdings, other major appointments and past experience are available on our website.