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### **Annual General Meeting held on 5 May 2016 - Poll Results**

At the Annual General Meeting of CLP Holdings Limited (the Company) held at the Grand Ballroom, 1/F., Crowne Plaza Hong Kong Kowloon East, 3 Tong Tak Street, Tseung Kwan O, Hong Kong, on 5 May 2016 (the AGM), a poll was demanded by the Chairman for voting on all the proposed and seconded resolutions, as set out in the Notice of Annual General Meeting dated 30 March 2016.

As at the date of the AGM, the issued share capital of the Company was 2,526,450,570 shares, which was the total number of shares entitling the holders to attend and vote for or against all resolutions. There were no restrictions on any Shareholders casting votes on any of the proposed resolutions at the AGM.

All the resolutions, which were voted on by poll, were approved by Shareholders as ordinary resolutions. The poll results in respect of the resolutions were as follows:

	RESOLUTIONS	No. of Votes (%)	
		For	Against
(1)	To receive the audited Financial Statements for the year ended 31 December 2015 and the Reports of the Directors and Independent Auditor thereon.	1,429,373,087 (99.9955%)	64,000 (0.0045%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
(2)	(a) To elect Mrs Zia Mody as Director.	1,413,459,494 (98.6018%)	20,043,745 (1.3982%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
	(b) To elect Mr Geert Herman August Peeters as Director.	1,394,390,060 (97.9134%)	29,714,986 (2.0866%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
	(c) To re-elect Mr Nicholas Charles Allen as Director.	1,420,755,108 (99.0418%)	13,745,186 (0.9582%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
	(d) To re-elect Mrs Law Fan Chiu Fun Fanny as Director.	1,424,820,288 (99.3228%)	9,714,064 (0.6772%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
	(e) To re-elect Ms Lee Yun Lien Irene as Director.	1,358,955,615 (95.4196%)	65,233,874 (4.5804%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
	(f) To re-elect Mr Richard Kendall Lancaster as Director.	1,400,673,926 (98.3555%)	23,419,444 (1.6445%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
	(g) To re-elect Mr John Andrew Harry Leigh as Director.	1,403,416,416 (97.9467%)	29,420,945 (2.0533%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		

	<b>RESOLUTIONS</b>	<b>No. of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
(3)	To re-appoint PricewaterhouseCoopers as independent Auditor of the Company and authorise the Directors to fix the Auditor's remuneration for the year ending 31 December 2016.	1,429,899,116 (99.6992%)	4,313,758 (0.3008%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
(4)	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 of the Company for the respective periods 6 May 2016 to 5 May 2017; 6 May 2017 to 5 May 2018; and 6 May 2018 until the date of the Annual General Meeting in 2019, and such remuneration to accrue on a daily basis.*	1,390,726,287 (99.9857%)	198,863 (0.0143%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
(5)	To give a general mandate to the Directors to issue and dispose of additional shares in the Company; not exceeding five per cent of the total number of shares in issue at the date of this Resolution and such shares shall not be issued at a discount of more than ten per cent to the Benchmarked Price (as defined in the Notice of AGM) of such shares.	1,427,603,699 (99.5368%)	6,643,014 (0.4632%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
(6)	To give a general mandate to the Directors to exercise all the powers of the Company to buy back or otherwise acquire shares of the Company in issue; not exceeding ten per cent of the total number of shares in issue at the date of this Resolution.	1,432,916,797 (99.9735%)	380,488 (0.0265%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		

\* As Resolution (4) relates to remuneration payable to the Non-executive Directors, including to The Honourable Sir Michael Kadoorie, Sir Michael has voluntarily chosen only to vote on this Resolution in the capacity of proxy for other Shareholders, where he has followed their voting instructions.

The poll results were scrutinised by Ernst & Young, Certified Public Accountants, whose work was limited to certain procedures requested by the Company to agree the poll results summary prepared by the share registrars of the Company, to the voting papers collected and provided by the share registrars of the Company to Ernst & Young. The work performed by Ernst & Young in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

By Order of the Board  
**David Simmonds**  
Company Secretary

Hong Kong, 5 May 2016

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**中電控股有限公司**  
**CLP Holdings Limited**  
(incorporated in Hong Kong with limited liability)  
(Stock Code: 00002)

**Non-executive Directors:**

The Hon Sir Michael Kadoorie, Mr William Mocatta,  
Mr Ronald J. McAulay, Mr J. A. H. Leigh,  
Mr Andrew Brandler and Dr Y. B. Lee

**Independent Non-executive Directors:**

Mr V. F. Moore, Sir Rod Eddington, Mr Nicholas C. Allen,  
Mr Vincent Cheng, Mrs Fanny Law, Ms Irene Lee  
and Mrs Zia Mody

**Executive Directors:**

Mr Richard Lancaster and Mr Geert Peeters