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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)

## Appointment of Directors and Member of Board Committees

CLP Holdings Limited (the "Company") announces the appointment of Ms May Siew Boi TAN as an Independent Non-executive Director and Mr Philip Lawrence Kadoorie as a Non-executive Director of the Company to take effect from 7 August 2018.

The Company announces the appointment of Ms May Siew Boi TAN as an Independent Non-executive Director and Mr Philip Lawrence Kadoorie as a Non-executive Director of the Company to take effect from 7 August 2018. Ms Tan will also be appointed, to take effect simultaneously, as a Member of the Audit & Risk Committee, the Finance & General Committee and the Sustainability Committee of the Company.

### Ms May Siew Boi TAN

Ms Tan, aged 62, graduated from The University of Sheffield, and is a member of The Institute of Chartered Accountants in England and Wales and a Fellow of The Hong Kong Institute of Certified Public Accountants.

Ms Tan is currently an Independent Non-executive Director, and a member of the Audit and Risk Management Committee, the Nomination Committee and the Remuneration Committee of Link Asset Management Limited. She is also an Independent Non-executive Director of HSBC Insurance (Asia) Limited and HSBC Life (International) Limited; and a Director of MSIG Insurance (Hong Kong) Limited. Ms Tan was an Executive Director of Standard Chartered Bank (Hong Kong) Limited and its Chief Executive Officer from July 2014 to February 2017. Ms Tan joined Standard Chartered Bank in 2009 as Global Head, Equity Corporate Finance. She was previously the Chief Executive Officer of Cazenove Asia Limited, and was a partner of Cazenove and Co. Cazenove Asia Limited (now known as Standard Chartered Securities (Hong Kong) Limited) became part of Standard Chartered Hong Kong in January 2009.

In public service, Ms Tan is an Executive Committee member of Hong Kong Youth Arts Foundation and a member of the Standing Committee on Judicial Salaries and Conditions of Service. In 2016, 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 Limited (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.

As at the date of this announcement, Ms Tan has interests in 20,000 shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Ms Tan does not have any relationships with any directors, senior management or substantial or controlling shareholders of the Company. She does not hold any other position with the Company or any other member of the group of companies of which the Company forms part. She has confirmed that she has met the independence guidelines as set out in Rule 3.13 of the Listing Rules.

Taking into account all of the circumstances described above, the Board considers that Ms Tan is independent.

#### **Mr Philip Lawrence Kadoorie**

Mr Kadoorie, aged 26, holds a Bachelor of Science Degree in Communication from Boston University and a FAA Commercial Pilot's Licence (Helicopter). Prior to joining Sir Elly Kadoorie & Sons Limited in 2017, he completed an intensive Putonghua course at Tsinghua University in Beijing.

Mr Kadoorie is the son of The Hon Sir Michael Kadoorie, Chairman of the Company. He is a Director of Sir Elly Kadoorie & Sons Limited, overseeing a number of Kadoorie family interests in Hong Kong and overseas and, as such, is associated with the substantial shareholders of the Company. He is also a Non-executive Director of The Hongkong and Shanghai Hotels, Limited ("HSH"), and a Director of Heliservices (Hong Kong) Limited and Metrojet Limited. Prior to his appointment to the Board of HSH in 2017, Mr Kadoorie completed various internships in commercial property companies, Schrodgers Bank in London and at CLP Group in Hong Kong.

As at the date of this announcement, Mr Kadoorie does not have any personal interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Following his appointment effective on 7 August 2018, he is taken to have a duty of disclosure in Hong Kong in relation to 410,524,882 shares. Mr Kadoorie is deemed (by virtue of the Securities and Futures Ordinance) to be interested in 410,524,882 shares in the Company. Of these: (i) 233,044,212 shares are ultimately held by a discretionary trust, of which Mr Kadoorie is one of the discretionary beneficiaries; (ii) 170,180,670 shares are ultimately held by a discretionary trust, of which Mr Kadoorie is one of the discretionary beneficiaries; (iii) 1,300,000 shares are ultimately held by a discretionary trust, of which Mr Kadoorie is one of the discretionary beneficiaries; (iv) 2,000,000 shares are ultimately held by a discretionary trust, of which Mr Kadoorie is one of the discretionary beneficiaries; and (v) 2,000,000 shares are ultimately held by each of two discretionary trusts, both of which Mr Kadoorie is one of the default beneficiaries. Mr Kadoorie

does not hold any other position with the Company or any member of the group of companies of which the Company forms part.

Both Ms Tan and Mr Kadoorie will be entitled to receive a fee of HK\$546,900 per annum for serving on the Board as Non-executive Directors (including as an Independent Non-executive Director). Ms Tan will also be entitled to receive additional fees of HK\$339,100, HK\$319,400 and HK\$79,000 per annum for her service on the Audit & Risk Committee, the Finance & General Committee and the Sustainability Committee, respectively. These fees will be payable to Ms Tan and Mr Kadoorie on a pro-rata basis for their service in 2018. The levels of fees approved by shareholders for each Non-executive Director and Board Committee member for the respective periods from 2016 to 2019 are set out on page 149 of the Human Resources & Remuneration Committee Report of the Company's 2017 Annual Report, which is available at the Investors Information section on the Company's website at [www.clpgroup.com](http://www.clpgroup.com).

In accordance with the Company's Articles of Association, both Ms Tan and Mr Kadoorie will stand for election by shareholders at the 2019 Annual General Meeting, or at the next General Meeting if there is one to be held earlier than the 2019 Annual General Meeting.

Save for the information set out above, there is no other information to be disclosed pursuant to any of the requirements of the provisions under Rule 13.51(2) of the Listing Rules nor are there other matters that need to be brought to the attention of shareholders in relation to the appointment of Ms Tan and Mr Kadoorie as Directors.

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

Hong Kong, 6 August 2018

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The Directors of the Company as at the date of this announcement are:

**Non-executive Directors:**

The Hon Sir Michael Kadoorie, Mr William Mocatta,  
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 and Mrs Zia Mody

**Executive Directors:**

Mr Richard Lancaster and Mr Geert Peeters



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