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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)

Annual General Meeting held on 9 May 2025
- Poll Results

On 9 May 2025, the Annual General Meeting of CLP Holdings Limited (the “Company”) was held at the Grand Ballroom, 1/F., Crowne Plaza Hong Kong Kowloon East, 3 Tong Tak Street, Tseung Kwan O, Hong Kong and on the online platform (“AGM”). Apart from Mr Nicholas Charles Allen who sent his apologies, all other Directors of the Company attended the AGM in person or by electronic means. A poll was demanded by the Chairman of the meeting for voting on all the proposed resolutions, as set out in the Notice of Annual General Meeting dated 26 March 2025.

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 the AGM 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 were voted on by poll, among which, resolutions (1), (2), (3), (5), (6) and (7) were approved by Shareholders as ordinary resolutions and resolution (4) was approved by Shareholders as a special resolution. 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 2024 and the Reports of the Directors and Independent Auditor thereon.	1,367,738,626 (99.92%)	1,105,292 (0.08%)
	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 Kung Yeung Yun Chi Ann as Director.	1,368,733,734 (99.99%)	97,558 (0.01%)
	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 re-elect The Honourable Sir Michael Kadoorie as Director. ^(Note 1)	1,228,501,681 (94.04%)	77,833,049 (5.96%)
	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 Andrew Clifford Winawer Brandler as Director.	1,317,630,543 (96.26%)	51,190,849 (3.74%)
	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 Mr Philip Lawrence Kadoorie as Director. ^(Note 1)	1,290,556,042 (98.47%)	20,062,577 (1.53%)
	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 Mr Nicholas Charles Allen as Director.	1,185,176,418 (86.57%)	183,851,891 (13.43%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
(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 2025.	1,360,137,980 (99.37%)	8,675,634 (0.63%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		

	RESOLUTIONS	No. of Votes (%)	
		For	Against
(4)	To approve and adopt the new Articles of Association of the Company.	1,284,560,444 (93.84%)	84,263,252 (6.16%)
	As more than 75% of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.		
(5)	To approve the revised levels of remuneration payable to all Non-executive Directors including Independent Non-executive Directors who serve on the Board and Board Committees including a recently established Board level Panel for the respective periods 10 May 2025 to 9 May 2026; 10 May 2026 to 9 May 2027; and 10 May 2027 until the date of the AGM in 2028. ^(Note 2)	1,310,427,025 (99.99%)	184,228 (0.01%)
	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 allot, issue and dispose of additional shares in the Company (including the sale or transfer of treasury shares); not exceeding five per cent of the total number of shares in issue (excluding any treasury shares) at the date of this Resolution and such shares (including the sale or transfer of any treasury shares) shall not be issued at a discount of more than ten per cent to the Benchmarked Price of such shares.	1,340,594,343 (97.94%)	28,264,075 (2.06%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
(7)	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 (excluding any treasury shares) at the date of this Resolution.	1,366,109,332 (99.80%)	2,750,186 (0.20%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		

Notes:

- 1 As Resolutions (2)(b) and (2)(d) concern the re-election of The Honourable Sir Michael Kadoorie and Mr Philip Lawrence Kadoorie (the son of The Honourable Sir Michael Kadoorie) as Directors, Sir Michael Kadoorie, in his capacity as the Chairman of the AGM, voted on these Resolutions only as proxy for other Shareholders in accordance with their specified voting instructions and voluntarily, he did not exercise his proxy discretion regarding unspecified voting instructions from Shareholders.
- 2 As Resolution (5) relates to the remuneration payable to all Non-executive Directors, Sir Michael Kadoorie, in his capacity as the Chairman of the AGM, voted on this Resolution only as proxy for other Shareholders in accordance with their specified voting instructions and voluntarily, he did not exercise his proxy discretion regarding unspecified voting instructions from Shareholders.

Computershare Hong Kong Investor Services Limited, the Company's share registrar, acted as scrutineer for the poll at the AGM.

By Order of the Board
Michael Ling
Joint Company Secretary

Hong Kong, 9 May 2025

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

Non-executive Directors:

The Hon Sir Michael Kadoorie, Mr Andrew Brandler,
Mr Philip Kadoorie, Mrs Yuen So Siu Mai Betty and
Mr Diego González Morales

Independent Non-executive Directors:

Mr Nicholas C. Allen, Ms May Siew Boi Tan, Ms Christina Gaw,
Mr Chunyuan Gu, Mr Chan Bernard Charnwut,
Ms Wang Xiaojun Heather and Mrs Kung Yeung Yun Chi Ann

Executive Director:

Mr Chiang Tung Keung