



港燈電力投資
HK Electric Investments

(As constituted pursuant to a deed of trust on 1 January 2014 under the laws of Hong Kong,
the trustee of which is HK Electric Investments Manager Limited.)

and

港燈電力投資有限公司
HK Electric Investments Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code : 2638)

**LIST OF DIRECTORS AND
THEIR ROLES AND FUNCTIONS**

The trust deed constituting HK Electric Investments, entered into between HK Electric Investments Manager Limited (the “**Trustee-Manager**”) and HK Electric Investments Limited (the “**Company**”) on 1 January 2014 (the “**Trust Deed**”), requires that (a) the board of directors of the Trustee-Manager (the “**Trustee-Manager Board**”) shall at all times comprise the same individuals who serve as directors of the Company; (b) no person shall serve as a director of the Trustee-Manager unless he also serves as a director of the Company at the same time; and (c) no person shall serve as a director of the Company unless he also serves as a director of the Trustee-Manager at the same time.

Accordingly, the compositions of the Trustee-Manager Board and the board of directors of the Company (the “**Company Board**”) will be the same at all times.

The Trustee-Manager Board and the Company Board each comprises 15 directors as follows:-

Executive Directors

FOK Kin Ning, Canning (Chairman)
(CHOW WOO Mo Fong, Susan
as his alternate)
WAN Chi Tin (Chief Executive Officer)
CHAN Loi Shun
CHENG Cho Ying, Francis
SHAN Shewu
YUEN Sui See (Director of Operations)

Non-executive Directors

LI Tzar Kuoi, Victor (Deputy Chairman)
Ronald Joseph ARCULLI
DU Zhigang
JIANG Xiaojun

Independent Non-executive Directors

FONG Chi Wai, Alex
KWAN Kai Cheong
LEE Lan Yee, Francis
George Colin MAGNUS
Donald Jeffrey ROBERTS

The Trustee-Manager Board has established an audit committee, and the Company Board has established an audit committee and a remuneration committee. The Trust Deed requires that the membership of the audit committee of the Trustee-Manager Board must be the same as the membership of the audit committee of the Company Board.

The members of the respective board committees are set out below:-

Audit Committee of the Trustee-Manager Board and the Company Board

Donald Jeffrey ROBERTS *(Chairman)*

Ronald Joseph ARCULLI

LEE Lan Yee, Francis

Remuneration Committee of the Company Board

Donald Jeffrey ROBERTS *(Chairman)*

FOK Kin Ning, Canning

FONG Chi Wai, Alex

6 January 2015