



港燈電力投資

HK Electric Investments

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*(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 18 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)*
(Frank John SIXT as his alternate)
Fahad Hamad A H AL-MOHANNADI
Ronald Joseph ARCULLI
DU Zhigang
JIANG Xiaojun
Deven Arvind KARNIK

Independent Non-executive Directors

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

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

7 October 2015