

中電控股有限公司

CLP Holdings Limited

(incorporated in Hong Kong with limited liability)

(stock code no.: 00002)



## PROXY FORM FOR ANNUAL GENERAL MEETING

I/We \_\_\_\_\_ of \_\_\_\_\_  
being the registered Shareholder(s) of \_\_\_\_\_ shares of HK\$5.00 each in CLP Holdings Limited 中電控股有限公司  
(the Company) hereby appoint \_\_\_\_\_ of \_\_\_\_\_  
\_\_\_\_\_ or

failing him/her the Chairman of the Annual General Meeting (the AGM) of the Company to be held on 8 May 2012 as my/our proxy to attend and vote for me/us and on my/our behalf at the aforementioned AGM, and at every adjournment thereof on the undermentioned resolutions as indicated:

		See Notes 3 and 4	
		For	Against
(1)	To adopt the audited Financial Statements for the year ended 31 December 2011 and the Reports of the Directors and Independent Auditor thereon.		
(2)	(a) To elect Mr. Cheng Hoi Chuen, Vincent as Director.		
	(b) To elect Mrs. Law Fan Chiu Fun Fanny as Director.		
	(c) To re-elect Mr. William Elkin Mocatta as Director.		
	(d) To re-elect Dr. Lee Yui Bor as Director.		
	(e) To re-elect Mr. Peter William Greenwood as Director.		
	(f) To re-elect Mr. Vernon Francis Moore as Director.		
(3)	To re-appoint PricewaterhouseCoopers as Independent Auditor of the Company and authorise the Directors to fix Auditor's remuneration for the year ended 31 December 2012.		
(4)	To amend the Articles of Association of the Company as set out in Resolution (4) in the Notice of AGM.		
(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 issued share capital at the date of this Resolution.		
(6)	To give a general mandate to the Directors to exercise all the powers of the Company to purchase or otherwise acquire shares of HK\$5.00 each in the capital of the Company; not exceeding ten per cent of the issued share capital at the date of this Resolution.		
(7)	To add the aggregate nominal amount of the shares which are purchased or otherwise acquired under the general mandate in Resolution (6) to the aggregate nominal amount of the shares which may be issued under the general mandate in Resolution (5).		

Dated \_\_\_\_\_ day of \_\_\_\_\_ 2012

Signature(s) \_\_\_\_\_

### Notes:

1. A Shareholder entitled to attend and vote at the AGM is entitled to appoint not more than two proxies to attend and vote in his/her stead. The proxy need not be a Shareholder of the Company but must attend the AGM in person to represent you.
2. Shareholders who would like to appoint proxies to attend and vote in their stead at the AGM may use this form or download a copy from our website at [www.clpgroup.com](http://www.clpgroup.com).
3. Please insert the number of shares of HK\$5.00 each registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
4. Please indicate with a '✓' in the appropriate space beside each of the resolutions how you wish the proxy to vote on your behalf. In the absence of any such indication, the proxy will vote for or against the resolution or will abstain at his/her discretion.
5. The full wording of the resolutions to be proposed at the AGM and Explanatory Notes are set out in the Notice of AGM which is available on our website and sent to all Shareholders on 28 March 2012.
6. In order to be valid, **proxy forms must be completed, signed and deposited at the Company's Registrars**, Computershare Hong Kong Investor Services Limited, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time for holding the AGM.
7. The Chairman will demand a poll on each of the questions submitted for determination at the AGM. On a poll, every Shareholder present in person or by proxy or (being a corporation) is represented by proxy shall have one vote for every share held by him/her. The results of the poll will be published as explained in Explanatory Note 22 of the Notice of AGM.

### PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of Personal Data to CLP Holdings is on a voluntary basis. "Personal Data" in this statement has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Cap 486 ("PDPO"), which may include your name, identity card number, mailing address, telephone number, e-mail address, login name and/or your opinion.

Your Personal Data may be used in connection with processing your appointment of proxy and instructions.

Your Personal Data will be retained for such period as may be necessary for our record, verification and notification purposes.

You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. We have the right to charge a reasonable fee for processing any Personal Data access request. Any such request for access to and/or correction of your Personal Data should be in writing by either of the following means:

By mail to: Personal Data Privacy Officer  
Computershare Hong Kong Investor Services Limited  
17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong

By e-mail to: [hkinfo@computershare.com.hk](mailto:hkinfo@computershare.com.hk)