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## **CHEUNG KONG INFRASTRUCTURE HOLDINGS LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 1038)**

### **NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting of Shareholders of Cheung Kong Infrastructure Holdings Limited (the “Company”) will be held at the Ballroom, 1st Floor, Harbour Grand Kowloon, 20 Tak Fung Street, Hung Hom, Kowloon, Hong Kong on Thursday, 15th May, 2014 at 2:45 p.m. for the following purposes:

1. To receive the audited Financial Statements, the Report of the Directors and the Independent Auditor’s Report for the year ended 31st December, 2013.
2. To declare a final dividend.
3. To elect Directors.
4. To appoint Auditor and authorise the Directors to fix their remuneration.
5. As a special business, to consider and, if thought fit, pass with or without amendments, the following resolutions as Ordinary Resolutions:

#### **ORDINARY RESOLUTIONS**

- (1) “**THAT** a general mandate be and is hereby unconditionally given to the Directors to issue and dispose of additional shares not exceeding twenty per cent of the existing issued share capital of the Company at the date of the passing of this Resolution until the next Annual General Meeting (“Relevant Period”), such mandate to include the granting of offers or options (including bonds and debentures convertible into shares of the Company) which might be exercisable or convertible during or after the Relevant Period.”

(2) **“THAT:**

- (a) subject to paragraph (b) below, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to buy back shares of HK\$1.00 each in the capital of the Company in accordance with all applicable laws and the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited or of any other stock exchange as amended from time to time, be and is hereby generally and unconditionally approved;
- (b) the aggregate nominal amount of shares of the Company to be bought back by the Company pursuant to the approval in paragraph (a) above shall not exceed ten per cent of the aggregate nominal amount of the share capital of the Company in issue at the date of the passing of this Resolution, and the said approval shall be limited accordingly; and
- (c) for the purposes of this Resolution, “Relevant Period” means the period from the passing of this Resolution until whichever is the earliest of:
  - (i) the conclusion of the next Annual General Meeting of the Company;
  - (ii) the expiration of the period within which the next Annual General Meeting of the Company is required by law to be held; and
  - (iii) the date on which the authority set out in this Resolution is revoked or varied by an ordinary resolution of the shareholders in general meeting.”

- (3) **“THAT** the general mandate granted to the Directors to issue and dispose of additional shares pursuant to Ordinary Resolution No. 5(1) set out in the notice convening this meeting be and is hereby extended by the addition thereto of an amount representing the aggregate nominal amount of the share capital of the Company bought back by the Company under the authority granted pursuant to Ordinary Resolution No. 5(2) set out in the notice convening this meeting, provided that such amount shall not exceed ten per cent of the aggregate nominal amount of the issued share capital of the Company at the date of the passing of the said Resolution.”

6. As a special business, to consider and, if thought fit, pass with or without amendments, the following resolution as a Special Resolution:

**SPECIAL RESOLUTION**

**“THAT** the Company’s Bye-laws be and are hereby amended as follows:

- (1) by deleting the existing definition of “associate” in Bye-law 1 in its entirety and substituting therefor the following new definition of “associate” in Bye-law 1:

“ “associate” the meaning attributed to it in Rule 1.01 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited as modified from time to time.”;

- (2) by inserting the following definition immediately after the existing definition of “Auditor” in Bye-law 1:

“ “black rainstorm warning” shall have the same meaning as that set out in the Interpretation and General Clauses Ordinance (Chapter 1 of the laws of Hong Kong) as modified from time to time.”;

- (3) by inserting the following definition immediately after the existing definition of “Board” or “Directors” in Bye-law 1:

“ “business day” shall mean any day on which the Designated Stock Exchange is open for business of dealing in securities.”;

- (4) by inserting the following definition immediately after the existing definition of “clearing house” in Bye-law 1:

“ “close associate” in relation to any Director: (i) before 1st July, 2014 shall have the same meaning as that ascribed to “associate” in this Bye-law 1; and (ii) on or after 1st July, 2014 shall have the same meaning as defined under Rule 1.01 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited effective from 1st July, 2014 as modified from time to time.”;

- (5) by deleting the existing definition of “corporate communication” in Bye-law 1 in its entirety and substituting therefor the following new definition of “corporate communication” in Bye-law 1:

“ “corporate communication” has the meaning ascribed thereto under the rules of the Designated Stock Exchange and for purposes of these Bye-laws, shall include all communication between the Company and the Directors and/or members of any committee established by the Board in accordance with these Bye-laws, including but not limited to, notice and minutes of meetings, resolutions in writing, agenda and the relevant papers and documents in relation to matters or business to be discussed at meetings or passed by way of written resolutions.”;

(6) by inserting the following definition immediately after the existing definition of “dollars” and “\$” in Bye-law 1:

“ “gale warning” shall have the same meaning as that set out in the Interpretation and General Clauses Ordinance (Chapter 1 of the laws of Hong Kong) as modified from time to time.”;

(7) by deleting the existing Bye-law 2(e) in its entirety and substituting therefor the following new Bye-law 2(e):

“ (e) expressions referring to writing shall, unless the contrary intention appears, be construed as including printing, lithography, photography and every other mode of representing words in a visible form and in relation to any Notice or document to be given or issued by or on behalf of the Company (including any corporate communication) shall include where the representation takes the form of electronic display, provided that the same is available for download onto a user’s computer or for printing through conventional small office equipment and, in each case, the recipient concerned (where the relevant provision of these Bye-laws require the delivery or service of any document or notice on him in his capacity as Member, Director or otherwise) has, to such extent and in such manner as may be required under all applicable Statutes, rules and regulations (including, without limitation, the rules of the Designated Stock Exchange), elected for the receipt of the relevant document or notice through electronic means and both the mode of service of the relevant document or notice and the recipient’s election (if required) comply with all applicable Statutes, rules and regulations;”;

(8) by deleting the existing Bye-law 25(2) in its entirety and substituting therefor the following new Bye-law 25(2):

“ (2) In addition to the giving of notice in accordance with Bye-law 25(1), notice of the person appointed to receive payment of every call and of the times and places appointed for payment may, if required by any applicable laws, rules or regulations, or determined by the Board to be appropriate, be given to the Members by notice to be inserted in the Newspapers or any other form of advertisement.”;

(9) by inserting the following as Bye-law 59(3) immediately after Bye-law 59(2):

“ (3) Notwithstanding any contrary provisions in these Bye-laws, the Directors shall have the power to provide in every notice calling a general meeting that if a black rainstorm warning or a gale warning is in force at a specific time on the day of the general meeting as specified in such notice, the general meeting will not be held on that day (the “Scheduled Meeting Day”) but will, without further notice be automatically postponed and by virtue of that same notice, be held instead at a time on an alternative day (as specified in such notice) that falls within seven (7) business days of the Scheduled Meeting Day. It shall not be a ground of objection to the validity of such notice that the notice calls a general meeting contingently on whether a black rainstorm warning or a gale warning is in force at the relevant time as specified in such notice.”;

(10) by inserting the following as Bye-law 61(3) immediately after Bye-law 61(2):

“ (3) The Board may, at its absolute discretion, arrange for Members to attend a general meeting by simultaneous attendance and participation at meeting location(s) using electronic means at such location or locations in any part of the world as the Board may, at its absolute discretion, designate. The Members present in person or by proxy at the meeting location(s) shall be counted in the quorum for, and entitled to vote at, the subject general meeting, and that meeting shall be duly constituted and its proceedings valid provided that the chairman of the meeting is satisfied that adequate facilities are available throughout the meeting to ensure that Members attending at all the meeting locations are able to hear all those persons present and speak at the principal meeting location and at any other meeting location held by electronic means and be heard by all other persons in the same way. The chairman of the meeting shall be present at, and the meeting shall be deemed to take place at, the principal meeting location.”;

(11) by re-numbering existing Bye-law 63 as Bye-law 63(1) and adding the following new Bye-law 63(2) after the re-numbered Bye-law 63(1):

“ (2) The chairman of a general meeting shall, for the purpose of conducting the meeting in an orderly manner, have power to take all such steps and actions as he deems appropriate to maintain order during the meeting.”;

(12) by deleting the existing Bye-law 68 in its entirety and substituting therefor the following new Bye-law 68:

“68. The result of the poll, whether or not declared by the chairman at the meeting, or any adjourned meeting thereof, shall be deemed to be the resolution of the meeting at which the poll was demanded. The poll result, as recorded in the scrutineers’ certificate and signed by the scrutineer, shall be the conclusive evidence of such resolution of the meeting without proof.”;

(13) by re-numbering existing Bye-law 79 as Bye-law 79(1) and adding the following new Bye-law 79(2) after the re-numbered Bye-law 79(1):

“ (2) The Company may, at its absolute discretion, designate from time to time an electronic address for the receipt of any document or information relating to proxies for a meeting (including any instrument of proxy or invitation to appoint a proxy, any document necessary to show the validity of, or otherwise relating to, an appointment of proxy and notice of termination of the authority of a proxy). If any document or information required to be sent to the Company under this Bye-law is sent to the Company by electronic means, such document or information is not treated as validly delivered to or deposited with the Company if the same is not received by the Company at its designated electronic address in accordance with this Bye-law or if no electronic address is so designated by the Company for the receipt of such document or information.”;

(14) by deleting the existing Bye-law 80 in its entirety and substituting therefor the following new Bye-law 80:

“80. The instrument appointing a proxy and (if required by the Board) the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, shall (i) in the case of an appointment of proxy in hard copy form, be delivered to such place or one of such places (if any) as may be specified for that purpose in or by way of note to or in any document accompanying the notice convening the meeting (or, if no place is so specified, at the Registration Office or the Office, as may be appropriate) not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote; or (ii) in the case of an appointment of proxy in electronic form, be received at the electronic address specified in the notice convening the meeting or in any appointment of proxy or any invitation to appoint a proxy sent out or made available by the Company in relation to the meeting, not less than forty-eight (48) hours before the time for holding the meeting or adjourned meeting (as the case may be) at which the person named in such instrument proposes to vote; or (iii) in the case of a poll taken subsequently to the date of a meeting or adjourned meeting, be received not less than twenty-four (24) hours before the time appointed for the taking of the poll. An appointment of proxy not received or delivered in accordance with this Bye-law shall not be treated as valid. No instrument appointing a proxy shall be valid after the expiration of twelve (12) months from the date named in it as the date of its execution, except at an adjourned meeting or on a poll demanded at a meeting or an adjourned meeting in cases where the meeting was originally held within twelve (12) months from such date. Delivery of an instrument appointing a proxy shall not preclude a Member from attending and voting in person at the meeting convened and in such event, the instrument appointing a proxy shall be deemed to be revoked.”;

(15) by deleting the existing Bye-law 87(1) in its entirety and substituting therefor the following new Bye-law 87(1):

“87. (1) Notwithstanding any other provisions in the Bye-laws, at each annual general meeting one-third of the Directors for the time being (or, if their number is not three (3) or a multiple of three (3), the number nearest to but not less than one-third), or such higher number of Directors to be determined by the Board or a number determined by such other manner of rotation as may be required by any codes, rules and regulations as may be prescribed by the applicable regulatory authority from time to time shall retire from office by rotation.”;

(16) by deleting the existing Bye-law 94 in its entirety and substituting therefor the following new Bye-law 94:

“94. Every person acting as an alternate Director shall have one vote for each Director for whom he acts as alternate (in addition to his own vote if he is also a Director). If his appointor is for the time being absent from Hong Kong or otherwise not available or unable to act, the signature of an alternate Director (which may be handwritten or made electronically as provided in Bye-law 122) to any resolution in writing of the Board or a committee of the Board of which his appointor is a member shall, unless the notice of his appointment provides to the contrary, be as effective as the signature of his appointor.”;

(17)(i) by deleting the words “A Director” on the first line in Bye-law 103(1) and substituting therefor the words “Subject to the rules of the Designated Stock Exchange, a Director”; and by deleting the word “associate(s)” on the third line in Bye-law 103(1) and substituting therefor the words “close associate(s) (and if required by the rules of the Designated Stock Exchange, his other associate(s))”;

(ii) by deleting the word “associate(s)” on the second line in Bye-law 103(1)(i) and substituting therefor the words “close associate(s) (and if required by the rules of the Designated Stock Exchange, his other associate(s))”; and by deleting the word “associate(s)” on the fourth line in Bye-law 103(1)(i) and substituting therefor the words “close associate(s) (and other associate(s), as the case may be)”;

(iii) by deleting the word “associate(s)” on the fourth line in Bye-law 103(1)(ii) and substituting therefor the words “close associate(s) (and if required by the rules of the Designated Stock Exchange, his other associate(s))”;

(iv) by deleting the word “associate(s)” on the first line in Bye-law 103(1)(iii) and substituting therefor the words “close associate(s) (and if required by the rules of the Designated Stock Exchange, his other associate(s))”; and by deleting the word “associate(s)” on the fourth line in Bye-law 103(1)(iii) and substituting therefor the words “close associate(s) (and other associate(s), as the case may be)”;



- (v) by deleting the word “associate(s)” on the third line in Bye-law 103(1)(iv) and substituting therefor the words “close associate(s) (and if required by the rules of the Designated Stock Exchange, his other associate(s))”;
- (vi) by deleting the word “associate(s)” on the first line in Bye-law 103(1)(v) and substituting therefor the words “close associate(s) (and if required by the rules of the Designated Stock Exchange, his other associate(s))”;
- (vii) by deleting the word “associate(s)” on the second line in Bye-law 103(1)(vi) and substituting therefor the words “close associate(s) (and if required by the rules of the Designated Stock Exchange, his other associate(s))”; and by deleting the word “associate(s)” on the fourth line and the fifth line in Bye-law 103(1)(vi) and substituting therefor the words “close associate(s) (and other associate(s), as the case may be)” respectively;
- (viii) by deleting the words “(or their associates)” on the fourth line in Bye-law 103(1)(vii) and substituting therefor the words “(or their close associate(s)) (and if required by the rules of the Designated Stock Exchange, their other associate(s))”; and by deleting the word “associate(s)” on the sixth line in Bye-law 103(1)(vii) and substituting therefor the words “close associate(s) (and other associate(s), as the case may be)”;
- (ix) by deleting the word “associate(s)” on the fifth line in Bye-law 103(1)(viii) and substituting therefor the words “close associate(s) (and if required by the rules of the Designated Stock Exchange, his other associate(s))”;
- (x) by deleting the word “associate(s)” on the second line in Bye-law 103(2) and substituting therefor the words “close associate(s) (and if required by the rules of the Designated Stock Exchange, his other associates(s))”; and by deleting the word “associate(s)” on the third line, the eighth line, the tenth line and the twelfth line in Bye-law 103(2) and substituting therefor the words “close associate(s) (and other associate(s), as the case may be)” respectively;
- (xi) by deleting the word “associate(s)” on the first line in Bye-law 103(3) and substituting therefor the words “close associate(s) (and if required by the rules of the Designated Stock Exchange, his other associate(s))”;
- (xii) by deleting the word “associate(s)” on the second line in Bye-law 103(4) and substituting therefor the words “close associate(s) (and if required by the rules of the Designated Stock Exchange, his other associate(s))”; and by deleting the word “associate(s)” on the seventh line and the twelfth line in Bye-law 103(4) and substituting therefor the words “close associate(s) (and other associate(s), as the case may be)” respectively; and
- (xiii) by deleting the word “associate(s)” on the third line in the Bye-law 103(5) and substituting therefor the words “close associate(s) (and if required by the rules of the Designated Stock Exchange, his other associate(s))”;



(18) by deleting the existing Bye-law 115 in its entirety and substituting therefor the following new Bye-law 115:

“115. A meeting of the Board may be convened by the Secretary on request of a Director or by any Director. The Secretary shall convene a meeting of the Board of which notice may be given in writing or by telephone or in such other manner as the Board may from time to time determine whenever he shall be required so to do by the president or chairman, as the case may be, or any Director. Any Director may waive notice of any meeting either prospectively or retrospectively. Unless prohibited by any applicable laws or regulations, all corporate communication between the Company and the Directors (and/or members of any committee established by the Board in accordance with these Bye-laws) may be delivered, transmitted or sent by electronic means.”;

(19) by deleting the existing Bye-law 116(2) in its entirety and substituting therefor the following new Bye-law 116(2):

“ (2) Directors may participate in any meeting of the Board by means of a conference telephone or other communications equipment through which all persons participating in the meeting are capable of hearing and speaking to each other throughout the meeting. A person participating in this way is deemed to be present in person at the meeting and is counted in a quorum and entitled to vote. All business transacted at a meeting of the Board is for the purposes of these Bye-laws deemed to be validly and effectively transacted at a meeting of the Board although fewer than two Directors or alternate Directors are physically present at the same place. The meeting is deemed to take place where the largest group of those participating is assembled or, if there is no such group, where the chairman of the meeting then is.”;

(20) by deleting the existing Bye-law 122 in its entirety and substituting therefor the following new Bye-laws 122(1) and 122(2):

“122. (1) A resolution in writing signed by all the Directors except such as are absent from the place in which the head office is for the time being situated or temporarily unable to act through ill-health or disability, and all the alternate Directors, if appropriate, whose appointors are temporarily unable to act as aforesaid shall (provided that such number is sufficient to constitute a quorum and further provided that a copy of such resolution has been given or the contents thereof communicated to all the Directors for the time being entitled to receive notices of Board meetings in the same manner as notices of meetings are required to be given by these Bye-laws) be as valid and effectual as if a resolution had been passed at a meeting of the Board duly convened and held.

(2) Without prejudice to the provision of Bye-law 122(1), a Director (or his alternate Director) may sign or otherwise signify agreement to resolution in writing of Directors. A Director (or his alternate Director) signifies agreement to a written resolution of Directors when the Company receives from that Director (or from his alternate Director) a document or notification in hard copy form or in electronic form as authenticated by that Director or by his alternate Director in a manner previously agreed between that Director and the Company:

- (a) identifying the resolution to which it relates; and
- (b) indicating that Director's agreement to the resolution.

Notwithstanding any contrary provisions contained in these Bye-laws and subject to any applicable laws, rules and regulations:

- (i) any signature of the Director or alternate Director to any such resolution in writing may be made electronically, and any such resolution bearing the electronic signature of any Director or alternate Director shall be as valid and effectual as if it were bearing the handwritten signature of the relevant Director or alternate Director. Any such resolution in writing may consist of several documents in like form each signed (whether in handwritten form or in electronic form as aforesaid) by one or more of the Directors or alternate Directors; and
- (ii) any signification of agreement to resolution in writing of Directors authenticated as aforesaid shall be as valid and effectual as if the resolution had been signed by such Director or alternate Director, and a certificate by a Director or the Secretary of such signification and authentication shall be sufficient evidence without further proof thereof.”;

(21) by deleting the existing Bye-law 128(2) in its entirety and substituting therefor the following new Bye-law 128(2):

“ (2) The Secretary shall have the right to attend all meetings of the Members and shall keep correct minutes of such meetings (which may be in electronic form) and enter the same in the proper books provided for the purpose. He shall perform such other duties as are prescribed by the Act or these Bye-laws or as may be prescribed by the Board.”;

(22) by deleting the existing Bye-law 133 in its entirety and substituting therefor the following new Bye-law 133:

“133. The Board shall cause Minutes (which may be in electronic form) to be duly entered in books provided for the purpose:

- (a) of all elections and appointments of officers;

(b) of the names of the Directors present at each meeting of the Directors and of any committee of the Directors;

(c) of all resolutions and proceedings of each general meeting of the Members, meetings of the Board and meetings of committees of the Board.”; and

(23) by deleting the existing Bye-law 163 in its entirety and substituting therefor the following new Bye-law 163:

“163. For the purposes of these Bye-laws, a cable or telex or facsimile or electronic transmission message purporting to come from a holder of shares or, as the case may be, a Director or alternate Director, or, in the case of a corporation which is a holder of shares from a director or the secretary thereof or a duly appointed attorney or duly authorised representative thereof for it and on its behalf, shall in the absence of express evidence to the contrary available to the person relying (including in electronic form) thereon at the relevant time be deemed to be a document or instrument in writing signed by such holder or Director or alternate Director in the terms in which it is received.” ”

By Order of the Board

**Eirene Yeung**

*Company Secretary*

Hong Kong, 7th April, 2014

*Notes:*

- a. At the Annual General Meeting, the Chairman of the Meeting will put each of the above resolutions to be voted by way of a poll under the Company’s Bye-law 66.
- b. Any member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote in his stead. Any such member who is a holder of two or more shares may appoint more than one proxy to attend and vote in his stead. A proxy need not be a member of the Company.
- c. To be valid, the proxy form together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be deposited at the Company’s principal place of business at 12th Floor, Cheung Kong Center, 2 Queen’s Road Central, Hong Kong not less than 48 hours before the time appointed for holding the Annual General Meeting or any adjournment thereof (as the case may be).
- d. Completion and return of the proxy form will not preclude a member from attending and voting at the Annual General Meeting or any adjournment thereof (as the case may be) should the member so desires.
- e. The Register of Members of the Company will be closed from Monday, 12th May, 2014 to Thursday, 15th May, 2014, both days inclusive, during which period no transfer of shares will be effected. In order to determine the entitlement to attend and vote at the Annual General Meeting, all share certificates with completed transfer forms, either overleaf or separately, must be lodged with the Company’s Branch Share Registrar, Computershare Hong Kong Investor Services Limited at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Hong Kong, not later than 4:30 p.m. on Friday, 9th May, 2014.

- f. The final dividend is payable to shareholders whose names appear on the Register of Members of the Company at the close of business on Wednesday, 21st May, 2014, being the record date for determination of entitlement to the final dividend. In order to qualify for the proposed final dividend, all share certificates with completed transfer forms, either overleaf or separately, must be lodged with the Company's Branch Share Registrar, Computershare Hong Kong Investor Services Limited at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, not later than 4:30 p.m. on Wednesday, 21st May, 2014.
- g. In relation to item No. 3 above, Mr. Chan Loi Shun, Mrs. Kwok Eva Lee, Mrs. Sng Sow-mei alias Poon Sow Mei, Mr. Colin Stevens Russel, Mr. Lan Hong Tsung, David, Mrs. Lee Pui Ling, Angelina and Mr. George Colin Magnus will retire by rotation and, being eligible, have offered themselves for re-election at the Annual General Meeting. Details of the above Directors are set out in Appendix I to the circular of the Company dated 7th April, 2014 (the "Circular"). Details of submitting the proposal by a shareholder for nomination of a person for election as a Director of the Company at the Annual General Meeting are set out under the section headed "Proposed Election of Directors" in the Circular.
- h. In relation to Ordinary Resolution No. 5(2) above, the Explanatory Statement containing the information necessary to enable the shareholders to make an informed decision on whether to vote for or against the resolution to approve the buy-back by the Company of its own shares, as required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, is set out in Appendix II to the Circular.
- i. If tropical cyclone warning signal no.8 or above remains hoisted or a black rainstorm warning signal is in force at 9:00 a.m. on the date of the Annual General Meeting, the Annual General Meeting will be postponed. Members are requested to visit the website of the Company at [www.cki.com.hk](http://www.cki.com.hk) for details of alternative meeting arrangements.

The Annual General Meeting will be held as scheduled when an amber or red rainstorm warning signal is in force.

Members who have any queries concerning the alternative meeting arrangements, please call the Company at (852) 2128 8888 during business hours from 9:00 a.m. to 5:00 p.m. on Monday to Friday, excluding public holidays.

Members should make their own decision as to whether they would attend the Annual General Meeting under bad weather conditions bearing in mind their own situation and if they should choose to do so, they are advised to exercise care and caution.

- j. The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.

*As at the date hereof, the Executive Directors of the Company are Mr. LI Tzar Kuoi, Victor (Chairman), Mr. KAM Hing Lam (Group Managing Director), Mr. IP Tak Chuen, Edmond (Deputy Chairman), Mr. FOK Kin Ning, Canning (Deputy Chairman), Mr. Andrew John HUNTER (Deputy Managing Director), Mr. CHAN Loi Shun (Chief Financial Officer), Mrs. CHOW WOO Mo Fong, Susan (also Alternate Director to Mr. FOK Kin Ning, Canning and Mr. Frank John SIXT) and Mr. Frank John SIXT; the Non-executive Directors are Mr. CHEONG Ying Chew, Henry (Independent Non-executive Director), Mrs. KWOK Eva Lee (Independent Non-executive Director), Mrs. SNG Sow-mei alias POON Sow Mei (Independent Non-executive Director), Mr. Colin Stevens RUSSEL (Independent Non-executive Director), Mr. LAN Hong Tsung, David (Independent Non-executive Director), Mr. Barrie COOK (Independent Non-executive Director), Mrs. LEE Pui Ling, Angelina, Mr. George Colin MAGNUS and Mr. TSO Kai Sum; the Alternate Directors are Mr. MAN Ka Keung, Simon (Alternate Director to Mr. IP Tak Chuen, Edmond) and Ms. Eirene YEUNG (Alternate Director to Mr. KAM Hing Lam).*