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NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the eleventh Annual General Meeting of Shareholders of CLP Holdings Limited 中電控股有限公司 (the Company) will be held at Jockey Club Auditorium, The Hong Kong Polytechnic University, Hung Hom, Kowloon, Hong Kong on Tuesday, 28 April 2009, at 11:00 a.m. for the following purposes:

- (1) To receive and consider the audited Financial Statements and the Reports of the Directors and Auditors for the year ended 31 December 2008.
- (2) To declare a final dividend.
- (3) To re-elect Directors.
- (4) To re-appoint Auditors and authorise Directors to fix Auditors' remuneration.

As special business to consider and, if thought fit, pass with or without modification the following Resolutions as Ordinary Resolutions:

- (5) "That:
 - (a) subject to paragraph (c), a general mandate be and is hereby unconditionally granted to the Directors of the Company to exercise during the Relevant Period all the powers of the Company to allot, issue and dispose of additional shares in the Company and to make or grant offers, agreements, options or warrants which would or might require the exercise of such powers;
 - (b) the mandate in paragraph (a) shall authorise the Directors of the Company during the Relevant Period to make or grant offers, agreements and options which would or might require the exercise of such powers after the end of the Relevant Period;
 - (c) the aggregate nominal value of share capital allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the Directors of the Company pursuant to the mandate in paragraph (a), otherwise than pursuant to (i) a Rights Issue, or (ii) any option scheme or similar arrangement for the time being adopted for the grant or issue to the officers and/or employees of the Company and/or any of its subsidiaries of shares or rights to acquire shares of the Company or (iii) any scrip dividend or similar arrangement pursuant to the Articles of Association of the Company from time to time, shall not exceed five per cent of the aggregate nominal amount of the share capital of the Company in issue at the date of this Resolution and the said mandate shall be limited accordingly;

(d) for the purpose of this Resolution:

“Relevant Period” means the period from the passing of this Resolution until whichever is the earlier 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; or
- (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.

“Rights Issue” means an offer of shares open for a period fixed by the Directors of the Company to holders of shares of the Company or any class thereof on the register on a fixed record date in proportion to their then holdings of such shares or class thereof (subject to such exclusion or other arrangements as the Directors of the Company may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of any recognised regulatory body or any stock exchange in, any territory outside Hong Kong).”

(6) “That:

(a) a general mandate be and is hereby unconditionally given to the Directors of the Company to exercise during the Relevant Period all the powers of the Company to purchase or otherwise acquire shares of HK\$5.00 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, provided that the aggregate nominal amount of shares so purchased or otherwise acquired shall not exceed ten per cent of the aggregate nominal amount of the share capital of the Company in issue at the date of this Resolution.

(b) for the purpose of this Resolution:

“Relevant Period” means the period from the passing of this Resolution until whichever is the earlier 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; or
- (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.”

(7) “That, conditional upon the passing of Resolutions (5) and (6) set out in the Notice convening this Meeting, the aggregate nominal amount of the shares which are purchased or otherwise acquired by the Company pursuant to Resolution (6) shall be added to the aggregate nominal amount of the shares which may be issued pursuant to Resolution (5).”

By Order of the Board
April Chan
Company Secretary

Hong Kong, 26 March 2009

EXPLANATORY NOTES TO THE NOTICE OF ANNUAL GENERAL MEETING

Proxy Information

1. A Shareholder entitled to attend and vote at the Annual General Meeting to be held on 28 April 2009 (the AGM) convened by the Notice of AGM (the Notice) 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.
2. Proxy forms for use at the AGM are sent to Shareholders together with the 2008 Annual Report on 26 March 2009. The proxy form is published on the website of The Stock Exchange of Hong Kong (the Exchange) and can also be downloaded from the CLP website: www.clpgroup.com. 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.

Dividends

3. The Board has recommended a final dividend of HK\$0.92 per share. The final dividend is subject to Shareholders' approval at the AGM.
4. The Register of Shareholders will be closed from 20 April 2009 to 28 April 2009, both days inclusive, during which period the registration of transfers of shares will be suspended. To rank for the final dividend, all transfers should be lodged with the Company's Registrars, Computershare Hong Kong Investor Services Limited, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, for registration not later than 4:30 p.m. on 17 April 2009.

Directors

5. As at the date of the Notice, Directors of the Company are:

Non-executive Directors:	The Hon. Sir Michael Kadoorie, Mr. W. E. Mocatta, Mr. R. J. McAulay, Mr. J. A. H. Leigh, Mr. R. Bischof, Mr. I. D. Boyce, Mr. Jason Whittle, Dr. Y. B. Lee and Mr. Paul A. Theys (Mr. Neo Kim Teck as his alternate)
Independent Non-executive Directors:	The Hon. Sir S. Y. Chung, Mr. V. F. Moore, Mr. Hansen C. H. Loh, Mr. Paul M. L. Kan, Professor Judy Tsui, Sir Rod Eddington and Mr. Peter T. C. Lee
Executive Directors:	Mr. Andrew Brandler, Mr. Peter P. W. Tse and Mr. Peter W. Greenwood

6. In relation to agenda item No. (3) in the Notice regarding re-election of Directors, Mr. I. D. Boyce, Dr. Y. B. Lee and Messrs. Jason Whittle, Peter T. C. Lee, Peter W. Greenwood, R. Bischof and W. E. Mocatta will retire at the AGM by rotation pursuant to Article 103 of the Company's Articles of Association and, being eligible, offer themselves for re-election. The re-election of these retiring Directors will be individually voted on by Shareholders.
7. The qualifications, previous experience and length of service with the Company of all the Directors who stand for re-election at the AGM are set out in the "Board of Directors" section at page 6 of CLP Holdings' 2008 Annual Report which accompanies this Notice.
8. Among the seven Directors who stand for re-election at the AGM, Dr. Y. B. Lee and Messrs. Jason Whittle, Peter W. Greenwood, R. Bischof and W. E. Mocatta have interests in the shares of the Company. Such Directors' interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance are set out in the "Directors' Report" at page 130 of CLP Holdings' 2008 Annual Report. The interests in the shares of the Company of those Directors who stand for re-election at the AGM remain unchanged as at 12 March 2009, being the latest practicable date prior to the printing of the Notice (latest practicable date).
9. The basis of determining Directors' emoluments and the amount of emoluments paid for the year ended 31 December 2008 to each of the Directors who stands for re-election at the AGM are set out in the "Remuneration Report" at page 122 of CLP Holdings' 2008 Annual Report.

10. Other biographical details of each of the Directors who stand for re-election at the AGM, as required by rule 13.51(2) of the Rules Governing the Listing of Securities on the Exchange (the Listing Rules) as at the latest practicable date, are set out below to enable Shareholders to make an informed decision on their re-election. Save for the information set out in this paragraph 10 and in paragraphs 6 to 9 above, there is no information to be disclosed pursuant to any of the requirements of the provisions under paragraphs 13.51(2)(h) to 13.51(2)(v) of the Listing Rules nor are there other matters that need to be brought to the attention of Shareholders in respect of the Directors who stand for re-election at the AGM.

10.1 Mr. Ian Duncan Boyce (aged 64)

Mr. Boyce is a Non-executive Director of the Company. He is also the chairman of Sir Elly Kadoorie & Sons Ltd. (which manages the Kadoorie Family's interests in Hong Kong and overseas) and, as such, is associated with a substantial shareholder of the Company. In the past three years and as at the latest practicable date, Mr. Boyce has served as the deputy chairman of The Hongkong and Shanghai Hotels, Ltd., and a non-executive director of Tai Ping Carpets International Ltd.

10.2 Dr. Lee Yui Bor (aged 62)

Dr. Lee is a Non-executive Director of the Company and a Member of the China Committee of the CLP Holdings Board. He is the chairman of Longmen Group Ltd. and a director of Metrojet Ltd. and Heliservices (Hong Kong) Ltd. (companies controlled by Kadoorie Family's trusts) and, as such, is associated with a substantial shareholder of the Company. In the past three years and as at the latest practicable date, Dr. Lee has not served as a director of any other listed public companies in Hong Kong or overseas. Dr. Lee is an Honorary Professor of the University of Hong Kong.

10.3 Mr. Jason Holroyd Whittle (aged 41)

Mr. Jason Whittle is a Non-executive Director and a substantial shareholder of the Company. In the past three years and as at the latest practicable date, Mr. Whittle has not served as a director of any other listed public companies in Hong Kong or overseas. He is a director of Sir Elly Kadoorie & Sons Ltd. (which manages the Kadoorie Family's interests in Hong Kong and overseas). He is also the son-in-law of Mr. R. J. McAulay, a Non-executive Director and a substantial shareholder of the Company.

10.4 Mr. Lee Ting Chang Peter (aged 55)

Mr. Lee is an Independent Non-executive Director of the Company and a Member of the Sustainability Committee and Human Resources & Remuneration Committee of the CLP Holding's Board. Mr. Lee has submitted to the Exchange a written confirmation concerning his independence to the Company. He has also given an annual confirmation of his independence to the Company. The Board, therefore, considers him to be independent and believes that he should be re-elected. In the past three years and as at the latest practicable date, Mr. Lee has served as the chairman of Hysan Development Company Limited and a non-executive director of Cathay Pacific Airways Limited, Hang Seng Bank Limited, SCMP Group Limited and Maersk China Limited. He has no financial or family relationships with any other Directors, Senior Management or substantial shareholders of the Company.

10.5 Mr. Peter William Greenwood (aged 52)

Mr. Greenwood is the Group Executive Director – Strategy of the Company since 1 March 2007, reporting to the Chief Executive Officer. His principal focus is to work on matters of a strategic nature impacting the overall direction of the CLP Group. He is a Member of the Finance & General Committee and the Sustainability Committee of the CLP Holdings Board. He also serves on the boards of various subsidiaries of the Company; namely the chairman of CLP Huanyu (Shandong) Biomass Heat and Power Company Limited; and a director of CLP Shandong Biomass Projects Company Limited, TRUenergy Holdings Pty Ltd and The Hong Kong Heritage Project Limited.

Prior to stepping down in 2005, Mr. Greenwood was an Executive Director (since 2001), the Company Secretary and Corporate Counsel (since 1996) of CLP Holdings. As such he was responsible for the CLP Group's corporate secretarial and legal affairs, including advising the Chairman and Board on corporate governance issues and compliance. In the past three years and as at the latest practicable date, Mr. Greenwood has not served as a director of any other listed public companies in Hong Kong or overseas. He has no financial or family relationships with any other Directors, Senior Management or substantial shareholders of the Company.

10.6 Mr. Rudolf Bischof (aged 67)

Mr. Bischof is a Non-executive Director of the Company and a Member of the Provident & Retirement Fund Committee of the CLP Holdings Board. In the past three years and as at the latest practicable date, Mr. Bischof has served as the chairman of Nanyang Holdings Ltd. Mr. Bischof is also a director of Sir Elly Kadoorie & Sons Ltd. (which manages the Kadoorie Family's interests in Hong Kong and overseas) and, as such, is associated with a substantial shareholder of the Company.

10.7 Mr. William Elkin Mocatta (aged 56)

Mr. Mocatta is the Vice Chairman of the Company, the Chairman of the Finance & General Committee, Human Resources & Remuneration Committee and the Provident & Retirement Fund Committee, and a Member of the China Committee of the CLP Holdings Board. He also serves on the boards of various subsidiaries of the Company; namely the chairman of CLP Power Hong Kong Ltd., CLP Properties Ltd. and Kar Ho Development Co. Ltd.; and a director of TRUenergy Holdings Pty Ltd. In the past three years and as at the latest practicable date, Mr. Mocatta has served as a non-executive director of The Hongkong and Shanghai Hotels, Ltd. and an alternate director of Hutchison Whampoa Ltd. Mr. Mocatta is also an executive director of Sir Elly Kadoorie & Sons Ltd. (which manages the Kadoorie Family's interests in Hong Kong and overseas) and, as such, is associated with a substantial shareholder of the Company.

Auditors' Remuneration

11. In relation to agenda item No. (4) in the Notice regarding the authorisation of Directors to fix Auditors' remuneration, Shareholders should note that, in practice, the amount of Auditors' remuneration for the year 2009 audit cannot be determined at the beginning of the financial year. This is because Auditors' remuneration for any given year varies, in particular by reference to the scope and extent of the audit work which is undertaken during that year.
12. In order to be able to charge the amount of Auditors' remuneration as operating expenses for the year ending 31 December 2009, Shareholders' approval to delegate the authority to the Directors to fix the Auditors' remuneration for the year ending 31 December 2009 is required at the AGM.
13. The work of the Auditors and the amount of remuneration paid to the Auditors for the year 2008 audit has been reviewed by the Audit Committee, which comprises only Independent Non-executive Directors. The approved amount of Auditors' remuneration and fees paid to the Auditors for non-audit services are disclosed on page 104 of CLP Holdings' 2008 Annual Report. All non-audit services performed by the Auditors were pre-approved by the Audit Committee.

General Mandate to issue shares

14. In relation to the general mandate referred to in Resolution (5) in the Notice, an Ordinary Resolution was passed at the Annual General Meeting held on 29 April 2008 giving a general mandate to the Directors to issue up to five per cent of the share capital of the Company in issue. No shares have been issued pursuant to this mandate, which will lapse at the conclusion of the forthcoming AGM, unless the mandate is renewed at that meeting. At present, the Directors have no immediate proposals to issue any new shares. The Directors believe that it is in the best interests of the Company and its Shareholders to have a general authority from Shareholders to enable the Directors to issue shares.

Share Repurchase Mandate

15. In relation to the general mandate referred to in Resolution (6) in the Notice, an Ordinary Resolution was passed at the Annual General Meeting on 29 April 2008 giving a general mandate to the Directors to repurchase shares of the Company on the Exchange representing up to ten per cent of the issued share capital of the Company. Up to the latest practicable date, 2,102,500 shares, representing 0.087% of the issued share capital of the Company as at 29 April 2008, were repurchased pursuant to this general mandate. This mandate will lapse at the conclusion of the forthcoming AGM, unless it is renewed at that meeting. The Directors believe that it is in the best interests of the Company and its Shareholders to have a general authority from Shareholders to enable the Directors to repurchase shares on an opportunistic basis for the enhancement of long-term shareholder value. Shareholders' attention is particularly drawn to the implication of share repurchases under the Hong Kong Code on Takeovers and Mergers as set out in the Explanatory Statement on Share Repurchase Mandate which accompanies the Notice.

Right to demand a poll

16. Pursuant to Article 68 of the Articles of Association of the Company, every question submitted to a general meeting shall be determined in the first instance by a show of hands of the Shareholders present in person, but a poll may be demanded (before or upon the declaration of the result of the show of hands) by the Chairman or by:
 - (a) not less than five Shareholders present in person or by proxy having the right to vote at the meeting; or
 - (b) a Shareholder or Shareholders present in person or by proxy representing not less than one-tenth of the total voting rights of all the Shareholders having the right to vote at the meeting; or
 - (c) a Shareholder or Shareholders present in person or by proxy holding shares conferring a right to vote at the meeting, being shares on which an aggregate sum has been paid up equal to not less than one-tenth of the total sum paid up on all the shares conferring the right.
17. The Listing Rules have been amended in 2009 to require any vote of shareholders at a general meeting be taken by poll. Since 2004, the Chairman has demanded a poll on each of the questions submitted for determination at AGMs. The Chairman will continue to demand a poll on each of the questions submitted for determination at the forthcoming AGM. The results of the poll will be published on the Company's and the Exchange's websites not later than the business day following the AGM, as well as in the Minutes of the AGM for despatch to Shareholders.

Procedure for Shareholders to put forward proposals at the AGM

18. Pursuant to Article 106 of the Articles of Association of the Company, if a Shareholder wishes to propose a person other than a Director of the Company for election as a Director at the AGM, he/she can deposit a written notice to that effect at the registered office of the Company for the attention of the Company Secretary. In order for the Company to inform Shareholders of that proposal, the written notice must state the full name of the person proposed for election as a Director, include the person's biographical details as required by rule 13.51(2) of the Listing Rules, and be signed by the Shareholder concerned and that person indicating his/her willingness to be elected. The period for lodgment of such a written notice will commence no earlier than 27 March 2009 being the day after the despatch of the Notice and end no later than 21 April 2009 which is seven days prior to the date of the AGM. If the notice is received less than 15 days prior to the AGM, the Company will need to consider the adjournment of the AGM in order to allow Shareholders 14 days' notice of the proposal.
19. For other proposals including requisitions to move a resolution at the AGM, Shareholders are requested to follow the requirements and procedures as set out in section 115A of the Hong Kong Companies Ordinance and further explained on the CLP website. A hard copy of this procedure can be obtained free of charge on request to the Company Secretary.

IMPORTANT

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EXPLANATORY STATEMENT ON SHARE REPURCHASE MANDATE

This Explanatory Statement includes information required under Rule 10.06(1)(b) of the Rules Governing the Listing of Securities (Listing Rules) on The Stock Exchange of Hong Kong Limited (Stock Exchange) to be given to Shareholders in connection with the proposed share repurchase mandate to be granted to the Directors of CLP Holdings Limited 中電控股有限公司 (the Company).

Exercise of the Repurchase Mandate

Resolution (6) set out in the Notice of Annual General Meeting will, if passed, give a general unconditional mandate to the Directors authorising the repurchase by the Company of up to ten per cent of the fully paid shares of HK\$5.00 each in the capital of the Company (Shares) in issue at the date of the Annual General Meeting at any time from the passing of the Resolution until the conclusion of the next Annual General Meeting of the Company, the expiration of the period within which the next Annual General Meeting of the Company is required by law to be held, or at any time when the aforementioned mandate is revoked or varied by ordinary resolution of the Shareholders in general meeting, whichever occurs first (Relevant Period).

Exercise in full of the repurchase mandate (on the basis of 2,406,143,400 Shares in issue as at 12 March 2009, being the latest practicable date prior to the printing of the Notice of Annual General Meeting) would result in up to 240,614,340 Shares being repurchased by the Company during the Relevant Period.

Reasons for Repurchases

The Directors believe that it is in the best interests of the Company and its Shareholders to have a general authority from Shareholders to enable the Directors to repurchase Shares. Such repurchase may, depending on market conditions and funding arrangements at the time, lead to an enhancement in the value of the Shares and/or earnings per Share and will only be made when the Directors believe that such repurchase will benefit the Company and its Shareholders.

Funding of Repurchases

In repurchasing Shares, the Company may only apply funds legally available for such purpose in accordance with the laws of Hong Kong and the Memorandum and Articles of Association of the Company. Such funds may include profits available for distribution and the proceeds of a fresh issue of Shares made for the purpose of the repurchases.

In the event that the repurchase mandate is exercised in full, there might be a material adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the Company's Annual Report and Financial Statements for the year ended 31 December 2008). However, the Directors do not propose to exercise the repurchase mandate to such an extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or gearing level which in the opinion of the Directors is from time to time appropriate to the Company.

Status of Repurchased Shares

The Listing Rules provide that all the Shares purchased by the Company are automatically delisted and the Company must ensure that the corresponding certificates are cancelled and destroyed. Under the Companies Ordinance, the Shares so purchased will be treated as having been cancelled but the aggregate amount of the Company's authorised share capital would not be reduced.

Share Prices

The highest and lowest prices at which Shares have been traded on the Stock Exchange during each of the previous 12 months and as at the latest practicable date were as follows:

	Highest HK\$	Lowest HK\$
2008		
March	65.50	57.00
April	65.25	60.25
May	70.50	59.95
June	68.20	63.25
July	67.20	62.00
August	69.00	62.20
September	66.50	59.10
October	64.80	41.65
November	56.60	50.25
December	55.50	49.10
2009		
January	53.00	50.50
February	57.55	51.10
12 March (latest practicable date)	54.25	53.75

Disclosure of Interests

None of the Directors nor, to the best of their knowledge having made all reasonable enquiries, any of their associates currently intends to sell any Shares to the Company or its subsidiaries under the repurchase mandate if such repurchase mandate is approved by Shareholders.

The Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will exercise the repurchase mandate pursuant to the proposed resolution in accordance with the Listing Rules and the laws of Hong Kong.

No connected persons (as defined in the Listing Rules) have notified the Company that they have a present intention to sell Shares to the Company or have undertaken not to do so in the event that the repurchase mandate is approved by Shareholders.

Hong Kong Code on Takeovers and Mergers

If, as a result of share repurchases by the Company, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition of voting rights for the purposes of Rule 32 of the Hong Kong Code on Takeovers and Mergers (Takeovers Code). Accordingly, a Shareholder, or group of Shareholders acting in concert, may be treated, as a result of share repurchases by the Company, as having obtained or consolidated control of the Company and become obliged to make a mandatory offer in accordance with Rules 26 and 32 of the Takeovers Code.

As recorded in the Register of Shareholdings under Rule 26.6 of the Takeovers Code maintained by the Securities and Futures Commission (SFC), Bermuda Trust Company Limited, The Hon. Sir Michael Kadoorie, Mr. R. J. McAulay, The Sir Horace Kadoorie International Foundation and The Incorporated Trustees of the Kadoorie Foundation (the Parties) had registered their aggregated interests in 839,028,074 ordinary shares in CLP Holdings, representing 33.96% of the issued share capital of the Company on 19 October 2001. The Parties' aggregated interests in CLP Holdings as at the date of the Notice of Annual General Meeting have increased to 34.87% as a result of repurchases made by the Company in 2001, 2002 and 2008 pursuant to its longstanding opportunistic on-market Share Repurchase Programme.

On the basis of the Company's issued share capital as at the latest practicable date, if the Company repurchases about a further 8 million Shares, representing approximately 0.33% of the issued share capital of the Company, the Parties' proportionate interests in the Shares will exceed 35%. If this occurs, the Parties will be obliged to make a mandatory general offer under the Takeovers Code unless a waiver is obtained. The Company does not presently envisage exercising the repurchase mandate to effect on-market share repurchases in circumstances where this will trigger a mandatory general offer obligation on the part of the Parties under the Takeovers Code.

In CLP Holdings' Annual Report 2003 and on our website, we first reported to Shareholders on our unsuccessful application to the SFC and to the Takeovers and Mergers Panel for a ruling that the Takeovers Code does not preclude a whitewash waiver application in respect of a mandatory general offer obligation triggered by on-market share repurchases. We made that application on the basis that, having consulted the Independent Non-executive Directors, it was in the interests of the Company and all its Shareholders that the Company be able to continue its on-market share repurchases without creating a mandatory general offer obligation, or compelling the parties associated with the Kadoorie Family to sell down in anticipation of future share repurchases. We also noted that a whitewash waiver in such circumstances was in line with accepted practice in countries against which Hong Kong might benchmark itself, such as Australia, the United Kingdom and Singapore. We were also unsuccessful in a submission made to the SFC in November 2004 arguing in favour of the possibility of such waivers.

Further background is provided in the "CLP and Our Shareholders" section at page 69 of CLP Holdings' 2008 Annual Report. In addition, extracts from our submissions to the SFC and the Takeovers and Mergers Panel decision are available on the CLP website. For Shareholders who do not have ready access to our website, hard copies of the extracts are available on request to the Company Secretary.

Repurchases made by the Company

The Company has repurchased a total of 2,102,500 Shares of HK\$5.00 each of the Company on the Stock Exchange in the six months prior to the date of the Notice of AGM. Details of the share repurchases are set out below. All of the shares repurchased have been delisted and cancelled.

Date of Purchase	No. of Shares Repurchased	Purchase Price Per Share	
		Highest (HK\$)	Lowest (HK\$)
28 October 2008	1,839,500	50.00	46.80
29 October 2008	263,000	49.95	49.10

GUIDE FOR SHAREHOLDERS TO ATTEND THE AGM

WHERE TO ATTEND?

The eleventh AGM of Shareholders of CLP Holdings Limited will be held at Jockey Club Auditorium, The Hong Kong Polytechnic University, Hung Hom, Kowloon, Hong Kong. Please see the location plan of Jockey Club Auditorium as printed overleaf for the location of the AGM venue. A transportation guide to access the AGM venue is also provided for Shareholders' reference.

Shareholders are asked not to take items such as large bags, cameras, audio recording equipment or video recorders to the AGM. For security reasons, Shareholders may have their bags searched and will be requested to leave all such items at the entrance of the AGM venue before entering.

HOW TO VOTE?

As a registered member of the Company, a Shareholder is entitled to attend the AGM and cast his/her vote in person. If you are a registered Shareholder and do not plan to attend the AGM, you may appoint a proxy and instruct your proxy to cast your vote at the AGM. For appointment of proxy, please refer to Explanatory Notes 1 and 2 on page 3 of this document.

As a non-registered member of the Company (i.e. your shares are held through a nominee), you may instruct your broker to appoint you as a corporate representative to attend and vote at the AGM.

A voting paper/device will be given to every Shareholder/proxy upon his/her registration at the AGM. Please use the voting paper/device to cast your votes on a poll at the AGM.

往賽馬會綜藝館的交通路線提示

TRANSPORTATION GUIDE TO JOCKEY CLUB AUDITORIUM

乘搭香港鐵路 By Mass Transit Railway (MTR)

請於紅磡站“A”出口沿站內指示牌便可到達香港理工大學，或於佐敦站“D”出口，沿柯士甸道步行約12分鐘便可到達香港理工大學暢運道入口，然後使用噴泉廣場的主樓梯往平台，沿指示牌前往綜藝館。

Please get off at Hung Hom Station Exit A and follow the directional signage for The Hong Kong Polytechnic University, or get off at Jordan Station, take Exit D and walk along Austin Road for approximately 12 minutes. Please enter PolyU through Cheong Wan Road entrance and take the main staircase at the Fountain Square to the podium and follow the directional signage for Jockey Club Auditorium.

乘搭巴士 By Bus

以下巴士路線只供參考：

The following bus routes are for reference only:

香港海底隧道站

Hong Kong Cross Harbour Tunnel Terminus

101, 101R, 102, 102P, 102R, 103, 104, 106, 107, 108, 109, 110, 111, 112, 113, 115, 116, 117, 118, 170, 171, 171P, 182, 307

下車後，請使用行人天橋前往香港理工大學平台，然後沿指示牌往綜藝館。
After getting off, please take the footbridge leading to the podium of the University and follow the directional signage for the Auditorium.

暢運道站

Cheong Wan Road Terminus

5, 5C, 8, 8A, 26, 28, 41A, 98D, 98P, 215X, 81C, 87D, 973

下車後，請使用噴水池廣場的主樓梯往平台，然後沿指示牌往綜藝館。
After getting off, take the main staircase at Fountain Square to the podium and follow the directional signage for the Auditorium.

乘搭的士 By Taxi

請於育才道的落客區下車，然後沿指示牌往綜藝館。

Please get off at the drop off area at Yuk Choi Road and follow the directional signage for the Auditorium.



Location Plan of Jockey Club Auditorium 賽馬會綜藝館位置圖

