

# HUTCHISON WHAMPOA LIMITED

(Incorporated in Hong Kong with limited liability)  
(Stock Code: 013)

## APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR RE-DESIGNATION OF DIRECTOR RESIGNATIONS OF ALTERNATE DIRECTORS

The Board of the Company announces that with effect from 30 September 2004:

- (1) Mr. Holger Kluge has been appointed as an Independent Non-executive Director of the Company;
- (2) Mr. Simon Murray has been re-designated as an Independent Non-executive Director of the Company;
- (3) Mr. Fok Kin-ning, Canning resigned as alternate director to Mr. Simon Murray;
- (4) Mrs. Chow Woo Mo Fong, Susan resigned as alternate director to Mr. William Shurniak; and
- (5) Mr. Simon Murray resigned as alternate director to both Mr. William Shurniak and Mr. Peter Alan Lee Vine.

### APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND RE-DESIGNATION OF DIRECTOR

The board of directors (the "Board") of Hutchison Whampoa Limited (the "Company") announces that with effect from 30 September 2004, Mr. Holger Kluge has been appointed as an Independent Non-executive Director of the Company and a member of the Audit Committee of the Company and Mr. Simon Murray has been re-designated as an Independent Non-executive Director of the Company.

#### Mr. Holger Kluge

Mr. Holger Kluge, aged 62, worked 40 years for Canadian Imperial Bank of Commerce ("CIBC"), one of North America's largest financial institutions. From 1972 to 1984, he worked in Asia culminating in the position of Senior Vice President, Asia Pacific being directly responsible for CIBC's operations in Japan, Australia, Hong Kong, the People's Republic of China and Singapore. From 1984 to 1990, he was the Executive Vice President, International responsible for CIBC's global operations. From 1990 until his retirement in 1999, Mr. Kluge was the President and Chief Executive Officer of CIBC's Personal and Commercial Bank. Mr. Kluge was previously a director of 724 Solutions Inc., Polyphalt Inc. and Assante Corporation.

Mr. Kluge is an independent non-executive director and a member of the audit committee of Hutchison Telecommunications (Australia) Limited, a non wholly owned subsidiary of the Company; an independent non-executive director of Hongkong Electric Holdings Limited, an associated company of the Company; an independent director and the chairman of the corporate governance committee of Husky Energy Inc., an associated company of the Company; a non-executive director of TOM Group Limited, an associated company of the Company and an independent director of Loring Ward International Inc. The Board has considered his non-executive directorship in TOM Group Limited and is satisfied with his independence as his role in that company is akin to that of an independent non-executive director even though he is to date designated as a non-executive director.

In addition, he was previously a director of (i) certain trustee companies of discretionary trusts ("DTs") (including Li Ka-Shing Unity Trustee Corporation Limited as trustee of The Li Ka-Shing Discretionary Trust) in which the discretionary objects include Mr. Li Tzar Kuoi, Victor and his spouse and children; (ii) certain trustee companies of unit trusts ("UTs") (including Li Ka-Shing Unity Trustee Company Limited as trustee of The Li Ka-Shing Unity Trust) in which the DTs hold units; (iii) the holding companies of the above trustee companies (which do not carry on other businesses); and (iv) certain companies wholly owned by the UTs (derived from his directorships in the above trustee companies). The Board has considered Mr. Kluge's past directorships referred to in (i) to (iv) above and is satisfied with his independence having regard to all relevant factors including the fact that Mr. Kluge has not received any remuneration or derived any other benefit for his roles as such in (i) to (iv), that Mr. Kluge did not control any of such boards of directors, and when performing their functions as trustees of the DTs and UTs, they exercised their power to hold interests in the trust assets, including shares in Cheung Kong (Holdings) Limited and the Company, independently without reference to the holding companies of the above trustee companies or any of Mr. Li Ka-shing, Mr. Li Tzar Kuoi, Victor and Mr. Li Tzar Kai, Richard as a holder of shares of these holding companies.

Save as disclosed above, he does not have relationship with any Director, senior management, substantial shareholder or controlling shareholder of the Company.

Mr. Kluge has personal interests in 40,000 ordinary shares in the Company within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO").

The Board would like to extend a warm welcome to Mr. Kluge on his appointment.

#### Mr. Simon Murray

Mr. Simon Murray, aged 64, was appointed a Director of the Company in 1984. From 31 August 1993, he was appointed a Non-executive director of the Company until 30 September 2004, during which time no management functions were performed by Mr. Murray. He is currently the Chairman of General Enterprise Management Services Limited (GEMS), a private equity fund management company sponsored by Simon Murray and Associates Limited. He is also a non-executive director of Arnhold Holdings Limited, Orient Overseas (International) Limited, Pacific Century Regional Developments Limited, Compagnie Financiere Richemont SA, Sino-Forest Corporation, Sunday Communications Limited and USI Holdings Limited.

Mr. Murray was previously the Executive Chairman Asia Pacific of Deutsche Bank Group and a director of Compass Technology Holdings Limited, Tommy Hilfinger Corporation, Vivendi Universal, Hermes International, Usinor SA and Yozan Inc.

In addition, he is an independent non-executive director of Cheung Kong (Holdings) Limited, which is a substantial shareholder of the Company within the meaning of Part XV of the SFO. Save as disclosed above, Mr. Murray does not have any relationship with any Director, senior management, substantial shareholder or controlling shareholder of the Company.

Mr. Murray has personal interests in 25,000 ordinary shares and other interests in 35,000 ordinary shares in the Company within the meaning of Part XV of the SFO.

With respect to their directorship with the Company, there is no service contract or specific length or proposed length of service, except that their directorship is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association of the Company.

Each of Mr. Kluge and Mr. Murray will receive Director's fees of HK\$100,000 per annum in respect of their directorship and a further fee of HK\$100,000 per annum will be paid to Mr. Kluge in respect of his membership in the Audit Committee. The emoluments of the Directors are determined with reference to the Company's performance and profitability benchmarked against the industry and prevailing market conditions.

### RESIGNATIONS OF ALTERNATE DIRECTORS

The Board of the Company also announces the following resignations of alternate directors, all with effect from 30 September 2004:

- (1) Mr. Fok Kin-ning, Canning resigned as alternate director to Mr. Simon Murray;
- (2) Mrs. Chow Woo Mo Fong, Susan resigned as alternate director to Mr. William Shurniak; and
- (3) Mr. Murray resigned as alternate director to both Mr. Shurniak and Mr. Peter Alan Lee Vine.

For the implementation of best corporate governance principles, Mr. Fok, Mrs. Chow and Mr. Murray tendered their resignations as alternate directors as abovementioned. The resigning alternate directors confirmed that they have no disagreement with the Board.

Save as disclosed above, there are no other matters with respect to the above that need to be brought to the attention of the shareholders of the Company.

As at the date of this announcement, the Directors of the Company are:

#### Executive Directors:

Mr. Li Ka-shing (*Chairman*)  
Mr. Li Tzar Kuoi, Victor (*Deputy Chairman*)  
Mr. FOK Kin-ning, Canning  
Mrs. CHOW WOO Mo Fong, Susan  
Mr. Frank John SIXT  
Mr. LAI Kai Ming, Dominic  
Mr. George Colin MAGNUS  
Mr. KAM Hing Lam

#### Non-executive Director:

Mr. William SHURNIAK

#### Independent Non-executive Directors:

Mr. Michael David KADOORIE  
Mr. Holger KLUGE  
Mr. William Elkin MOCATTA  
(*Alternate to Mr. Michael David Kadoorie*)  
Mr. Simon MURRAY  
Mr. OR Ching Fai, Raymond  
Mr. Peter Alan Lee VINE  
Mr. WONG Chung Hin

By Order of the Board

#### Edith Shih

Company Secretary

Hong Kong, 4 October 2004

Hutchison Whampoa Limited

