

香港電燈集團有限公司
Hongkong Electric Holdings Ltd.

(Incorporated in Hong Kong with limited liability)

(Stock Code: 6)



Proxy Form for Annual General Meeting

I/We ⁽¹⁾ _____

of ⁽²⁾ _____

being the registered holder(s) of ⁽³⁾ _____ shares of HK\$1.00 each in Hongkong Electric Holdings Limited

香港電燈集團有限公司 hereby appoint ⁽⁴⁾ the Chairman of the Meeting or _____

of _____

as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on Thursday, 6th May 2010 at 12:00 noon and at every adjournment thereof on the undermentioned resolutions as indicated:

		For ⁽⁵⁾	Against ⁽⁵⁾
1.	To receive the audited Financial Statements and the Reports of the Directors and Auditor for the year ended 31st December 2009.		
2.	To declare a final dividend.		
3.	i. To elect Mr. Lee Lan Yee, Francis as a Director.		
	ii. To elect Mr. Frank John Sixt as a Director.		
4.	To re-appoint KPMG as Auditor of the Company and to authorise the Directors to fix the Auditor's remuneration.		
5.	To pass Resolution 5 of the Notice of Annual General Meeting ("AGM Notice") — to give a general mandate to the Directors to issue and dispose of additional shares not exceeding 20% of the issued share capital of the Company.		
6.	To pass Resolution 6 of the AGM Notice — to give a general mandate to the Directors to repurchase shares not exceeding 10% of the issued share capital of the Company.		
7.	To pass Resolution 7 of the AGM Notice — to add the number of shares repurchased to the general mandate given to the Directors to issue additional shares.		
8.	To pass Resolution 8 of the AGM Notice — to amend Article 99 of the Articles of Association of the Company.		

Dated this _____ day of _____ 2010.

Signature(s) ⁽⁶⁾ _____

Notes:

- (1) Please insert your full name(s) in **BLOCK CAPITALS**.
- (2) Please insert your address(es) in **BLOCK CAPITALS**.
- (3) Please insert the number of shares of HK\$1.00 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) You are entitled to appoint a proxy of your own choice. If any proxy other than the Chairman of the Meeting is preferred, please strike out "the Chairman of the Meeting" and insert the name and address of the proxy desired in the space provided. Any alteration made to this form of proxy must be initialled by the person who signs it.
- (5) **IMPORTANT:** If you wish to vote for a resolution in the AGM Notice, please place a "tick" in the relevant box under "For". If you wish to vote against a resolution in the AGM Notice, please place a "tick" in the relevant box under "Against". In the event that neither the box under "For" nor that under "Against" is completed, the proxy will be entitled to vote at his discretion.
- (6) This form of proxy must be signed by you or your attorney duly authorised in writing or in the case of a corporation, must be either under seal or under the hand of an officer or attorney duly authorised in that behalf.
- (7) In order to be valid, this form, together with the 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 lodged at the registered office of the Company, 44 Kennedy Road, Hong Kong not less than 48 hours before the time appointed for holding the Meeting.
- (8) In the case of joint holders of any share, any one of such persons may vote, either personally or by proxy in respect of such share, provided that if more than one of such joint holders be present at the Meeting (or any adjournment thereof) personally or by proxy, the person whose name stands first in the register shall alone be entitled to vote in respect thereof.
- (9) The proxy need not be a member of the Company but must attend the Meeting (or any adjournment thereof) in person to represent you.