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**Hutchison Telecom**  
Hong Kong Holdings

## **Hutchison Telecommunications Hong Kong Holdings Limited**

**和記電訊香港控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code : 215)**

### **PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The board of directors (the “Board”) of Hutchison Telecommunications Hong Kong Holdings Limited (the “Company”) announces that in order to update market and governance practices and streamline the management and operational processes of the Company, the Board proposes that certain amendments to the Articles of Association (the “Articles of Association”) of the Company (the “Proposed Amendments”) be made, inter alia, to:

- (1) empower the directors to call for postponement of general meeting in the event that a black rainstorm warning or a gale warning is in force on the originally scheduled date of such general meeting;
- (2) allow the Company to hold general meetings in more than one location using any technology that enables the shareholders to listen, speak and vote at the general meetings;
- (3) accept the result of poll as recorded in the scrutineers' certificate to be the resolution of the general meeting at which the poll is demanded and conclusive evidence of that fact without further proof;
- (4) provide flexibility for return of an instrument of proxy by various means including by electronic means and to prescribe the period in various situations for the return of an instrument of proxy;
- (5) clarify the place of a meeting of the directors as the place where the largest group of directors participating is assembled or, if there is no such group, where the chairman of the meeting then is;
- (6) provide flexibility to the directors (or their alternate directors) to signify their agreement to, in place of signing, resolutions in writing of the directors under certain specified procedures;
- (7) align with effect from 1 July 2014 the definitions of “connected person” and “associate” and the use thereof with the recently announced amendments to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”); and



- (8) update the article relating to the restrictions on the making of loans to directors and their associates so as to bring such article in line with the new Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as required under the Listing Rules.

Other amendments to the Articles of Association for house-keeping purposes are also proposed, including addition of new definitions to improve clarity to the Articles of Association generally.

The Proposed Amendments are subject to the approval of the shareholders of the Company by way of special resolution at the annual general meeting of the Company to be held on 13 May 2014. A circular containing details of the Proposed Amendments will be despatched to the shareholders together with the 2013 Annual Report.

By Order of the Board

**Edith SHIH**

*Company Secretary*

Hong Kong, 3 April 2014

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

**Chairman and Non-executive Director:**

Mr FOK Kin Ning, Canning

*(also Alternate to  
Mrs CHOW WOO Mo Fong, Susan)*

**Deputy Chairman and Non-executive Director:**

Mr LUI Dennis Pok Man

**Executive Director:**

Mr WONG King Fai, Peter

**Non-executive Directors:**

Mrs CHOW WOO Mo Fong, Susan

Mr Frank John SIXT

Mr LAI Kai Ming, Dominic

*(also Alternate to Mr Frank John SIXT)*

Mr MA Lai Chee, Gerald

*(Alternate to Mr LAI Kai Ming, Dominic)*

**Independent Non-executive Directors:**

Mr CHEONG Ying Chew, Henry

*(also Alternate to  
Dr WONG Yick Ming, Rosanna)*

Dr LAN Hong Tsung, David

Dr WONG Yick Ming, Rosanna

