

[Translation]

Name of Member: Andrew LEUNG Kwan-yuen

Registration Date: 28.05.2018 14:46

Category 1 – Remunerated Directorships

1(1). Do you have any remunerated directorships in any public or private company?

Yes No (Please ✓ where appropriate)

If yes, please list the details of the company in each case in the table below.

Details

Name of company	Wharf Real Estate Investment Company Limited
- Nature of business of the company	Holding investment properties in Hong Kong
- Capacity (Please ✓ where appropriate)	<input type="checkbox"/> Executive Director <input checked="" type="checkbox"/> Non-Executive Director <input type="checkbox"/> Others (please specify) _____
- Starting date of holding the directorship of the company if the directorship is appointed during the term	01.06.2018
- Names of all holding companies, if any, of the company	Wheelock and Company Limited

- Notes:**
- (a) "Remunerated directorships" include all directorships for which a fee, honorarium, allowance or other material benefit is payable.
 - (b) The term "material benefit" refers to (i) interests received from a single source in the course of one year where the total value of such interests exceeds 5% of the annual remuneration[#] of a Member of the Council ([#]excluding the operating expenses reimbursement); or (ii) one-off material benefits exceeding \$10,000 in value.
 - (c) Remunerated directorships of both local and overseas companies are registrable.
 - (d) Remunerated directorships through corporate directors are also registrable. However, particulars of remunerated directorships through corporate directors need only be updated on an annual basis, at the beginning of each legislative session.
 - (e) Where you are a remunerated director of a company, all remunerated subsidiary or associated directorships which you hold within the same group should also be registered.
 - (f) Holding company has the same meaning as in section 13 of the Companies Ordinance (Cap. 622) which specifies that –

"(1) For the purposes of this Ordinance, a body corporate is a holding company of another body corporate if—

- (a) it controls the composition of that other body corporate's board of directors;
- (b) it controls more than half of the voting rights in that other body corporate; or
- (c) it holds more than half of that other body corporate's issued share capital.

(2) For the purposes of this Ordinance, a body corporate is also a holding company of another body corporate if it is a holding company of a body corporate that is that other body corporate's holding company."

By virtue of section 13(2) reproduced above, company A is a holding company of company C if company A is the holding company of company B which in turn is the holding company of company C. In other words, both companies A and B are holding companies of company C. The names of all holding companies of a company of which a Member is a remunerated director should be registered.