

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this document, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this document.*

## **Hutchison Whampoa Limited**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 13)**

### **OVERSEAS REGULATORY ANNOUNCEMENT**

Attached are the text of the notice of annual general meeting, proxy form and correspondences to holders of convertible preference shares and ordinary shares of Hutchison Telecommunications (Australia) Limited, an Australian Securities Exchange listed and a 52.03% owned subsidiary of Hutchison Whampoa Limited.

As at the date of the announcement, the Directors of Hutchison Whampoa Limited 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 KAM Hing Lam

**Non-executive Directors:**

Mr George Colin MAGNUS  
Mr William SHURNIAK

**Independent Non-executive Directors:**

The Hon Sir Michael David KADOORIE  
Mr Holger KLUGE  
Mr William Elkin MOCATTA  
*(Alternate to The Hon Sir Michael  
David Kadoorie)*  
Mr OR Ching Fai, Raymond  
Mr WONG Chung Hin

Hong Kong, 17 April 2009

# Notice of Annual General Meeting

NOTICE is hereby given that the Annual General Meeting of shareholders of Hutchison Telecommunications (Australia) Limited (ABN 15 003 677 227) (HTAL) will be held at the Conference Centre, Ground Floor, Building A, 207 Pacific Highway, St Leonards, New South Wales on Tuesday, 19 May 2009 at 10.00 am.

## Ordinary Business

### Financial Report

To receive and consider the financial report, including the Directors' report and the Auditor's report for the year ended 31 December 2008.

### Re-election of Directors

To consider, and if thought fit, pass the following resolutions as ordinary resolutions:

1. THAT Mrs Susan Chow, who retires in accordance with the Constitution and being eligible, offers herself for re-election, be re-elected as a Director.
2. THAT Mr Justin Gardener, who retires in accordance with the Constitution and being eligible, offers himself for re-election, be re-elected as a Director.
3. THAT Mr John Scanlon, who retires in accordance with the Constitution and being eligible, offers himself for re-election, be re-elected as a Director.

## Special Business

### Remuneration Report

To consider, and if thought fit, pass the following resolution as a non-binding ordinary resolution:

4. THAT the Remuneration Report for the year ended 31 December 2008 be adopted.

Note: In accordance with section 250R of the Corporations Act, the vote on resolution 5 will be advisory only and will not bind the Directors of HTAL. Nevertheless, the discussion on this resolution and the outcome of the non-binding vote will be taken into consideration by the Board when considering the remuneration arrangements of HTAL.

An explanation for each of the proposed resolutions is set out in the Explanatory Notes.

## By order of the Board

Edith Shih  
Louise Sexton  
Joint Company Secretaries  
16 April 2009

## Notice of Annual General Meeting continued

# NOTES ON VOTING

## Proxies

If you cannot or do not wish to attend the Annual General Meeting, you may appoint a proxy to attend and vote for you. The appointment may specify the proportion or number of your votes that the proxy may exercise. The proxy does not need to be a shareholder. If you are entitled to cast 2 or more votes at the meeting, you may appoint up to 2 proxies. If you appoint 2 proxies and the appointment does not specify the proportion or number of your votes the proxy may exercise, each proxy may exercise half of the votes.

To ensure that all shareholders can exercise their right to vote on the resolutions, a proxy form is enclosed together with a reply paid envelope. You can lodge the proxy form by sending it in the reply paid envelope or otherwise posting, delivering or faxing it to HTAL's Share Registry (see below). The proxy form tells you what you need to do.

If you return your proxy form but do not nominate a representative, the Chairman of the Annual General Meeting will be your proxy and will vote on your behalf as you direct on the proxy form. If your nominated representative does not attend the Annual General Meeting, then your proxy will revert to the Chairman who will vote as directed on the proxy form. Any undirected proxies in favour of or reverting to the Chairman may be voted by the Chairman as he thinks fit (and will be voted by the Chairman in favour of each resolution) unless you have not marked the relevant box on the proxy form which permits the Chairman to vote as he thinks fit, in which case the Chairman will not cast your votes and they will not be counted in calculating the required majority if a poll is called on the resolution.

## When

The proxy form (along with any power of attorney or certified copy of the power of attorney under which it is signed) must be received by HTAL's Share Registry, Link Market Services Limited, by no later than **10.00am (Sydney time) on 17 May 2009**. Any proxy form lodged after that time will be treated as invalid.

## How

The completed proxy form (along with any power of attorney or certified copy of the power of attorney under which it is signed) may be:

- mailed to Link Market Services Limited at Locked Bag A14, Sydney South, NSW 1235 in the enclosed reply-paid envelope; or
- sent by facsimile to: Link Market Services Limited on (02) 9287 0309; or
- delivered in person to Level 12, 680 George Street, Sydney Australia; or
- lodged on-line at [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au) in accordance with the instructions given there.

## Entitlement to vote deadline

Pursuant to Regulation 7.11.37 of the Corporations Regulations, for the purposes of the Annual General Meeting, **only those persons holding Shares at 7.00pm (Sydney time) on Sunday 17 May 2009 (the Meeting Record Date)** will be treated as shareholders. This means that if you are not the registered holder of a Share at that time you will not be entitled to vote in respect of that Share.

The vote on the resolutions will be decided on a show of hands unless a poll is demanded. On a show of hands, every shareholder who is present in person or by proxy,

or by representative or by attorney, will have one vote. Upon a poll, every shareholder who is present in person or by proxy, or by representative or by attorney, will have one vote for each Share held by that shareholder.

If your Shares are jointly held, only one of the joint holders is entitled to vote. If more than one shareholder votes in respect of jointly held Shares, only the vote of the Shareholder whose name appears first in the register will be counted.

## Requirements with regard to letters of representation for corporate shareholders

In order to vote at the Annual General Meeting (other than by proxy), a corporation that is a shareholder must appoint a person to act as its representative. The appointment must comply with section 253B of the Corporations Act. The representative must bring to the Annual General Meeting evidence of his or her appointment, including any authority under which it was signed.

## Submission of written questions to HTAL or Auditor

In accordance with the Corporations Act, a reasonable opportunity will be given to shareholders - as a whole - to ask questions about or to make comments on HTAL's management or its Remuneration Report at the meeting. Similarly, a reasonable opportunity will be given to shareholders - as a whole - to ask HTAL's external auditor, PricewaterhouseCoopers, questions relevant to:

- the conduct of the audit;
- the preparation and content of the auditor's report;
- the accounting policies adopted by HTAL in relation to the preparation of its financial statements; and
- the independence of the auditor in relation to the conduct of the audit.

Shareholders may submit a question to PricewaterhouseCoopers online prior to the meeting by visiting the Share Registrar's website at [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au), or by sending the written question to HTAL c/o Link Market Services Limited, Locked Bag A14, Sydney South NSW 1235, if the question is relevant to the content of PricewaterhouseCoopers' audit report or the conduct of its audit of HTAL's financial report for the year ended 31 December 2008. Relevant questions for the auditor must be received no later than 5.00pm (Sydney time) on 12 May 2009. Where appropriate, a list of those relevant questions will be made available to shareholders attending the AGM. HTAL or PricewaterhouseCoopers will either answer these questions at the AGM or table written answers to them at the AGM or make them available to shareholders as soon as practicable after the AGM.

# EXPLANATORY NOTES TO RESOLUTIONS 1, 2, 3 AND 4

## Resolution 1

### Re-election of Mrs Susan Chow as a Director

Chow Woo Mo Fong, Susan, aged 55, has been an executive director since 1993 and deputy group managing director since 1998 of Hutchison Whampoa

Limited, executive director of Cheung Kong Infrastructure Holdings Limited since 1997, Hutchison Harbour Ring Limited since 2001, non-executive director of Hutchison Telecommunications International Limited since 2008, Hongkong Electric Holdings Limited since 1996 (re-designated as executive director since 2006) and TOM Group Limited since 1999, and director of Partner Communications Company Ltd since 1998. She is a solicitor and holds a Bachelor's degree in Business Administration. Mrs Chow was appointed as a Director on 15 February 2006 and as an Alternate Director to Mr Fok, Mr Lai and Mr Sixt on 8 May 2006, 26 February 2007 and 4 May 2007 respectively.

The Directors (other than Mrs Chow who abstained because of her interest in the resolution) have resolved to recommend that shareholders vote in favour of the re-election of Mrs Chow.

## Resolution 2

### Re-election of Mr Justin Gardener as a Director

Justin H. Gardener, aged 72, has been a director of a number of private and publicly listed companies including Astar United Communications Limited (appointed 1999 and retired 2008). From 1961, and until his retirement in 1998, Mr Gardener held a variety of positions with Arthur Andersen, becoming a partner in 1972 and for the last ten years in a management and supervisory role for Asia Pacific. Mr Gardener was appointed as a Director on 2 July 1999.

The Directors (other than Mr Gardener who abstained because of his interest in the resolution) have resolved to recommend that shareholders vote in favour of the re-election of Mr Gardener.

## Resolution 3

### Re-election of Mr John Scanlon as a Director

John Michael Scanlon, aged 67, is a special venture partner to Clarity Partners LLP, a private equity firm. From 1965 through to 1988 his career was with AT&T, primarily Bell Labs, rising to group vice president of AT&T. Mr Scanlon then went on to become president and general manager of Motorola's Cellular Networks and Space Sector, founding CEO of Asia Global Crossing, CEO of Global Crossing and chairman and CEO of PrimeCo Cellular. Mr Scanlon was appointed as a Director on 11 July 2005.

The Directors (other than Mr Scanlon who abstained because of his interest in the resolution) have resolved to recommend that shareholders vote in favour of the re-election of Mr Scanlon.

## Resolution 4

### Adoption of the Remuneration Report

Consistent with section 250R of the Corporations Act, HTAL submits to shareholders for consideration and adoption by way of a non-binding resolution its Remuneration Report for the year ended 31 December 2008. At the meeting there will be a reasonable opportunity for discussion of the report.

The Remuneration Report is a distinct section of the annual Directors' Report which deals with the remuneration of Directors and executives of HTAL. The Remuneration Report can be located in HTAL's Annual Report on pages 27 to 31. The Annual Report is available on HTAL's website ([www.hutchison.com.au](http://www.hutchison.com.au)).

The Directors recommend that shareholders vote in favour of the resolution.



## LODGE YOUR VOTE

**By mail:**  
Hutchison Telecommunications  
(Australia) Limited  
C/- Link Market Services Limited  
Locked Bag A14  
Sydney South NSW 1235 Australia

**By fax:** +61 2 9287 0309

**ONLINE** [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au)

All enquiries to:



**Telephone:** 1800 629 116  
(02) 8280 7116



**X99999999999**

## SECURITYHOLDER VOTING FORM

I/We being a member(s) of Hutchison Telecommunications (Australia) Limited and entitled to attend and vote hereby appoint:

### STEP 1

### APPOINT A PROXY

the Chairman  
of the Meeting  
(mark box)

OR if you are **NOT** appointing the Chairman of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered securityholder) you are appointing as your proxy

or failing the person/body corporate named, or if no person/body corporate is named, the Chairman of the Meeting, as my/our proxy and to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at 10:00am on Tuesday, 19 May 2009, at the Conference Centre, Ground Floor, Building A, 207 Pacific Highway, St Leonards, New South Wales and at any adjournment or postponement of the meeting.

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the meeting. Please read the voting instructions overleaf before marking any boxes with an **X**

### STEP 2

### VOTING DIRECTIONS

	For	Against	Abstain*
<b>Resolution 1</b> Re-election of Mrs Susan Chow as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution 2</b> Re-election of Mr Justin Gardener as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution 3</b> Re-election of Mr John Scanlon as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution 4</b> Adoption of the Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

\* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

### STEP 3

### SIGNATURE OF SECURITYHOLDERS - THIS MUST BE COMPLETED

Securityholder 1 (Individual)

Sole Director and Sole Company Secretary

Joint Securityholder 2 (Individual)

Director/Company Secretary (Delete one)

Joint Securityholder 3 (Individual)

Director

This form should be signed by the securityholder. If a joint holding, either securityholder may sign. If signed by the securityholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).

**HTA PRX901**



## HOW TO COMPLETE THIS PROXY FORM

### Your Name and Address

This is your name and address as it appears on the company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

### Appointment of a Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. If the person you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the name of that person in Step 1. If you leave this section blank, or your named proxy does not attend the meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a shareholder of the company. A proxy may be an individual or a body corporate.

### Votes on Items of Business - Proxy Appointment

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

### Appointment of a Second Proxy

You are entitled to appoint up to two persons as proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the company's share registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- (a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- (b) return both forms together.

### Signing Instructions

You must sign this form as follows in the spaces provided:

**Individual:** where the holding is in one name, the holder must sign.

**Joint Holding:** where the holding is in more than one name, either securityholder may sign.

**Power of Attorney:** to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

**Companies:** where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

### Corporate Representatives


If a representative of the corporation is to attend the meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission in accordance with the Notice of Meeting. A form of the certificate may be obtained from the company's share registry.

## Lodgement of a Proxy

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by 10:00am on Sunday, 17 May 2009, being not later than 48 hours before the commencement of the meeting. Any Proxy Form received after that time will not be valid for the scheduled meeting.


Proxy forms may be lodged using the reply paid envelope or:

 **by mail:**  
Hutchison Telecommunications (Australia) Limited  
C/- Link Market Services Limited  
Locked Bag A14  
Sydney South NSW 1235  
Australia

 **by fax:**  
+61 2 9287 0309

 **online:** **ONLINE** [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au)

lodging it online at Link's website ([www.linkmarketservices.com.au](http://www.linkmarketservices.com.au)) in accordance with the instructions given there (you will be taken to have signed your proxy form if you lodge it in accordance with the instructions given on the website);

 **by hand:**  
delivering it to Link Market Services Limited, Level 12, 680 George Street, Sydney NSW 2000.

If you would like to attend and vote at the Annual General Meeting, please bring this form with you.  
This will assist in registering your attendance.

Dear Convertible Preference Share Holder,

### **2009 Hutchison Annual General Meeting**

Enclosed is your Notice of Meeting for the Hutchison Telecommunications (Australia) Limited 2009 Annual General Meeting (AGM), to be held at 10am on 19 May, 2009, at our conference centre at Building A, 207 Pacific Highway, St Leonards, NSW, 2065.

If you have previously elected to receive a printed copy of the 2008 Annual Report, it is also enclosed. Alternatively, the 2008 Annual Report is now available online via our website at [www.hutchison.com.au](http://www.hutchison.com.au).

Under the terms of issue of the Convertible Preference Shares which you hold, you are entitled to attend the AGM, however, as there are no proposals before the meeting on which you are entitled to speak or vote, there is no proxy form enclosed.

For any questions regarding your shareholding, please contact our Share Registry, Link Market Services, on 1800 629 116.

Yours faithfully,



**Louise Sexton  
Company Secretary  
16 April 2009**

Enc.



Dear Shareholder,

You have elected to receive your copy of the Hutchison Telecommunications (Australia) Limited 2008 Annual Report electronically. Your copy of the [2008 Annual Report](#) is now available.

Please click here to view the [Notice of Meeting](#).

Our Annual General Meeting will be held at the Conference Centre, Ground Floor, Building A, 207 Pacific Highway, St Leonards, New South Wales on Monday, 19 May 2009 at 10.00 am.

To lodge your proxy vote on-line, please follow the instructions below:

1. Click on the link below.

2. Enter the postcode (Australian address) or country code (overseas address) relevant to each shareholding. If you have any problems accessing your proxy lodgement screen(s) please contact Hutchison's share registrars, Link Market Services Ltd on 1800 629 116 or email [registrars@linkmarketservices.com.au](mailto:registrars@linkmarketservices.com.au).