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**Shenzhen Investment International  
Capital Holdings Infrastructure Co., Ltd**  
深圳投控國際資本控股基建有限公司  
*(incorporated in the British Virgin Islands  
with limited liability)*

 **HOPEWELL HOLDINGS LIMITED**  
合和實業有限公司  
*(incorporated in Hong Kong  
with limited liability)*  
(Stock Code: 54)

  
**Hopewell Highway Infrastructure Limited**  
合和公路基建有限公司  
*(incorporated in the Cayman Islands  
with limited liability)*  
(Stock Codes: 737 (HKD counter)  
and 80737 (RMB counter))

## JOINT ANNOUNCEMENT

### FURTHER EXTENSION OF THE FIRST LONG STOP DATE AND EXTENSION OF THE SECOND LONG STOP DATE UNDER THE SALE AND PURCHASE AGREEMENT

Reference is made to the joint announcements dated 29 December 2017 (the “**First Joint Announcement**”), 18 January 2018 (the “**Extension of First Long Stop Date Announcement**”) and 8 February 2018 (the “**Fulfilment of Certain Disposal Conditions Announcement**”) (collectively, the “**Joint Announcements**”) issued by Shenzhen Investment International Capital Holdings Infrastructure Co., Ltd (the “**Offeror**”), Hopewell Holdings Limited (“**HHL**”) and Hopewell Highway Infrastructure Limited (“**HHI**”) in relation to, among other things, (i) the proposed disposal of approximately 66.69% of the total number of issued HHI Shares as at the date of the First Joint Announcement to the Offeror; (ii) the possible unconditional mandatory cash offer by CLSA Limited for and on behalf of the Offeror to acquire all the issued HHI Shares (other than those already owned and/or agreed to be acquired by the Offeror and/or parties acting in concert with it); (iii) the extension of the First Long Stop Date under the Sale and Purchase Agreement; and (iv) the fulfillment of certain Disposal Conditions under the Sale and Purchase Agreement. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Joint Announcements.

### FURTHER EXTENSION OF THE FIRST LONG STOP DATE AND EXTENSION OF THE SECOND LONG STOP DATE UNDER THE SALE AND PURCHASE AGREEMENT

As stated in the Extension of First Long Stop Date Announcement, pursuant to the supplemental agreement to the Sale and Purchase Agreement dated 18 January 2018 entered into amongst the Offeror, SIHC, Anber Investments and HHL (the “**First Supplemental Agreement**”), the parties thereto agreed to extend the First Long Stop Date from 31 January 2018 to 28 February 2018, which is the same date as the Second Long Stop Date under the Sale and Purchase Agreement. Pursuant to the Sale and Purchase Agreement (as amended and supplemented by the First Supplemental Agreement), the parties shall use their reasonable endeavours to ensure the fulfilment of the Disposal Conditions, including the fulfilment of Disposal Condition (b) (as detailed in the First Joint Announcement) and Disposal Condition (c) (as detailed in the First Joint Announcement) by the Offeror by no later than the First Long Stop Date and the Second Long Stop Date respectively (both being 28 February 2018), or such later date as may be agreed in writing among the parties to the Sale and Purchase Agreement (as amended and supplemented by the First Supplemental Agreement).

As disclosed in the Fulfilment of Certain Disposal Conditions Announcement, Disposal Condition (a) and Disposal Condition (b)(ii) and (iii) (as detailed in the Fulfilment of Certain Disposal Conditions Announcement) have been fulfilled. However, as additional time is required by the Offeror to fulfil Disposal Condition (b)(i) and Disposal Condition (c), on 26 February 2018 (after trading hours of the Stock Exchange), the Offeror, SIHC, Anber Investments and HHL entered into a second supplemental agreement to the Sale and Purchase Agreement, pursuant to which, the parties agreed to further extend the First Long Stop Date for the fulfilment of Disposal Condition (b)(i) from 28 February 2018 to 31 March 2018 and

extend the Second Long Stop Date for the fulfilment of Disposal Condition (c) from 28 February 2018 to 31 March 2018.

Save for the aforesaid further extension of the First Long Stop Date and extension of the Second Long Stop Date, all the other terms and conditions of the Sale and Purchase Agreement (as amended and supplemented by the First Supplemental Agreement) remain the same.

By order of the board of  
directors of  
**Shenzhen Investment International  
Capital Holdings Infrastructure Co., Ltd**  
深圳投控國際資本控股基建有限公司  
Zhengyu Liu  
Director

By order of the board of  
directors of  
**Hopewell Holdings  
Limited**  
Josiah Chin Lai Kwok  
Deputy Managing Director

By order of the board of  
directors of  
**Hopewell Highway  
Infrastructure Limited**  
Alan Chi Hung Chan  
Deputy Managing Director

Hong Kong, 26 February 2018

*As at the date of this joint announcement, the directors of the Offeror are Mr. Zhengyu LIU and Mr. Zhongyu YAN.*

*The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to Anber Investments, the HHL Group, the HHI Group or their respective director(s)), and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by Anber Investments, the HHL Group, the HHI Group or their respective director(s)) have been arrived at after due and careful consideration and there are no other facts (other than facts in relation to Anber Investments, the HHL Group, the HHI Group or their respective director(s)) not contained in this joint announcement, the omission of which would make any statements in this joint announcement misleading.*

*As at the date of this joint announcement, the directors of SIHC are Mr. Yongjian WANG, Mr. Qingshan FENG, Ms. Shifang FAN, Mr. Zhisheng CHEN, Mr. Zhi ZHANG, Mr. Xiaoping CAI and Mr. Xiaodong LIU.*

*The directors of SIHC jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to Anber Investments, the HHL Group, the HHI Group or their respective director(s)), and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by Anber Investments, the HHL Group, the HHI Group or their respective director(s)) have been arrived at after due and careful consideration and there are no other facts (other than facts in relation to Anber Investments, the HHL Group, the HHI Group or their respective director(s)) not contained in this joint announcement, the omission of which would make any statements in this joint announcement misleading.*

*As at the date of this joint announcement, the board of HHL Directors comprises seven Executive Directors namely, Sir Gordon Ying Sheung WU (Chairman), Mr. Eddie Ping Chang HO (Vice Chairman), Mr. Thomas Jefferson WU (Deputy Chairman and Managing Director), Mr. Josiah Chin Lai KWOK (Deputy Managing Director), Mr. Albert Kam Yin YEUNG, Mr. William Wing Lam WONG and Ir. Dr. Leo Kwok Kee LEUNG; three Non-executive Directors namely, Lady WU Ivy Sau Ping KWOK, Mr. Carmelo Ka Sze LEE and Mr. Guy Man Guy WU; and five Independent Non-executive Directors namely, Ms. Linda Lai Chuen LOKE, Mr. Sunny TAN, Dr. Gordon YEN, Mr. Ahito NAKAMURA and Mr. Yuk Keung IP.*

*The HHL Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Offeror and parties acting in concert with it and the HHI Group), and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Offeror and parties acting in concert with it and HHI) have been arrived at after due and careful consideration and there are no other facts (other than facts in relation to the Offeror and*

*parties acting in concert with it) not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*

*As at the date of this joint announcement, the HHI Board comprises four Executive Directors namely, Sir Gordon Ying Sheung WU (Chairman), Mr. Eddie Ping Chang HO (Vice Chairman), Mr. Thomas Jefferson WU (Managing Director) and Mr. Alan Chi Hung CHAN (Deputy Managing Director); and four Independent Non-executive Directors namely, Professor Chung Kwong POON, Mr. Yuk Keung IP, Mr. Brian David Man Bun LI and Mr. Alexander Lanson LIN.*

*The HHI Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Offeror and parties acting in concert with it and the HHL Group (excluding the HHI Group)), and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Offeror and parties acting in concert with it and HHL) have been arrived at after due and careful consideration and there are no other facts (other than facts in relation to the Offeror and parties acting in concert with it and the HHL Group (excluding the HHI Group)) not contained in this joint announcement, the omission of which would make any statements in this joint announcement misleading.*