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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)

APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

Reference is made to (1) the announcement jointly issued by Hopewell Holdings Limited, Hopewell Highway Infrastructure Limited (the “**Company**”) and Shenzhen Investment International Capital Holdings Infrastructure Co., Ltd (the “**Offeror**”) dated 29 December 2017 in relation to, amongst others, (i) the proposed disposal of approximately 66.69% of the issued shares of the Company to the Offeror; and (ii) the possible unconditional mandatory cash offer by CLSA Limited for and on behalf of the Offeror to acquire all the issued shares of the Company (other than those already owned and/or agreed to be acquired by the Offeror and/or parties acting in concert with it) and (2) the announcement of the Company dated 4 January 2018 in relation to the establishment of the Independent Board Committee of the Board (collectively, the “**Announcements**”). Unless the context requires otherwise, terms defined in the Announcements have the same meanings when used herein.

Pursuant to Rule 2.1 of the Takeovers Code, the Board announces that Somerley Capital Limited (“**Somerley**”), a corporation licensed to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities under the SFO, has been appointed as the independent financial adviser of the Company (the “**Independent Financial Adviser**”) to advise the Independent Board Committee in respect of the Offer and, in particular, as to whether the Offer is fair and reasonable and as to acceptance. The appointment of Somerley as the Independent Financial Adviser has been approved by the Independent Board Committee pursuant to Rule 2.1 of the Takeovers Code.

** For identification purpose only*

The letter of advice from Somerley in relation to the Offer will be included in the Composite Document to be issued jointly by the Offeror and the Company in due course.

By Order of the Board
Hopewell Highway Infrastructure Limited
KOO Ching Fan
Company Secretary

Hong Kong, 11 January 2018

As at the date of this announcement, the Board of the Company 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.

All directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.