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**TRANSPORT
INTERNATIONAL
HOLDINGS LIMITED**

(載通國際控股有限公司)*
*(incorporated in Bermuda with
limited liability)*
(Stock code: 62)



**ROADSHOW
HOLDINGS LIMITED**

路訊通控股有限公司*
*(Incorporated in Bermuda with
limited liability)*
(Stock code: 888)

**BLISS CHANCE
GLOBAL LIMITED**
喜昌環球有限公司
*(Incorporated in the British Virgin
Islands with limited liability)*

JOINT ANNOUNCEMENT

- (I) Completion of the acquisition of controlling interest in
RoadShow Holdings Limited by
Bliss Chance Global Limited
and
(II) Unconditional mandatory cash offer by
Optima Capital Limited
for and on behalf of Bliss Chance Global Limited
for all the issued shares in RoadShow Holdings Limited
(other than those shares already owned by or agreed to be acquired by
Bliss Chance Global Limited and parties acting in concert with it)**

**Financial adviser to Bliss Chance Global
Limited**



**Financial adviser to Transport International
Holdings Limited**



* For identification purpose only

Completion under the provisions of the Sale and Purchase Agreement took place on 27 October 2017 (after trading hours). Following Completion and as at the date of this joint announcement, Bliss Chance and parties acting in concert with it own 728,127,410 RoadShow Shares, representing approximately 73.01% of the entire issued share capital of RoadShow as at the date of this joint announcement. Accordingly, Bliss Chance is required to make an unconditional mandatory cash offer for all the issued RoadShow Shares (other than those RoadShow Shares already owned by or agreed to be acquired by Bliss Chance and parties acting in concert with it) pursuant to Rule 26.1 of the Takeovers Code.

Reference is made to the joint announcement issued by Bliss Chance Global Limited, Transport International Holdings Limited and RoadShow Holdings Limited dated 26 October 2017 (the “**Joint Announcement**”). Capitalised terms not otherwise defined in this joint announcement shall have the same meaning as in the Joint Announcement.

COMPLETION OF THE SALE AND PURCHASE AGREEMENT

The respective board of directors of Bliss Chance and TIH announce that the transfer of 728,127,410 RoadShow Shares pursuant to the Sale and Purchase Agreement was completed on 27 October 2017 (after trading hours). Following Completion and as at the date of this joint announcement, Bliss Chance and parties acting in concert with it own 728,127,410 RoadShow Shares, representing approximately 73.01% of the entire issued share capital of RoadShow as at the date of this joint announcement. Accordingly, Bliss Chance is required to make an unconditional mandatory cash offer for all the issued RoadShow Shares (other than those RoadShow Shares already owned by or agreed to be acquired by Bliss Chance and parties acting in concert with it) pursuant to Rule 26.1 of the Takeovers Code. Optima Capital will, for and on behalf of Bliss Chance, make the General Offer on the terms to be set out in the Composite Offer Document (as defined below).

DESPATCH OF THE COMPOSITE OFFER DOCUMENT

As stated in the Joint Announcement, it is the intention of the respective boards of directors of Bliss Chance and RoadShow to combine the offer document and the offeree board circular into a composite offer document (the “**Composite Offer Document**”) and despatch it to the RoadShow Shareholders setting out, among other things, (a) the terms of the General Offer; (b) the expected timetable; (c) the letter from the board of directors of RoadShow; (d) the letter from the Independent Board Committee containing its recommendation and advice to independent RoadShow Shareholders in respect of the General Offer; and (e) the letter from the independent financial adviser to be engaged to advise the Independent Board Committee, containing its recommendation and advice to the Independent Board Committee in respect of the General Offer. The Composite Offer Document, together with the form of acceptance and transfer of RoadShow Shares, are expected to be despatched to the RoadShow Shareholders on or before 16 November 2017.

By order of the directors of
Bliss Chance Global Limited
XU Peixin
Director

By order of the directors of
**Transport International
Holdings Limited**
Lana WOO
Company Secretary

By order of the directors of
RoadShow Holdings Limited
John CHAN Cho Chak
Chairman

Hong Kong, 27 October 2017

As at the date of this joint announcement, the board of directors of Bliss Chance comprises Mr. XU Peixin and Mr. WANG Tao.

As at the date of this joint announcement, the sole director of Bison Capital is Mr. XU Peixin.

As at the date of this joint announcement, the board of directors of TIH comprises Dr. Norman LEUNG Nai Pang, GBS, JP as Chairman and Independent Non-executive Director; Dr. John CHAN Cho Chak, GBS, JP as Deputy Chairman and Independent Non-executive Director; Dr. Eric LI Ka Cheung, GBS, OBE, JP and Professor LIU Pak Wai, SBS, JP as Independent Non-executive Directors; Mr. Raymond KWOK Ping Luen, JP as Non-executive Director (Ms. Susanna WONG Sze Lai as his alternate); Mr. NG Siu Chan as Non-executive Director (Ms. Winnie NG as his alternate); Mr. Charles LUI Chung Yuen, M.H. as Non-executive Director; Mr. William LOUEY Lai Kuen as Non-executive Director (Mr. GAO Feng as his alternate); Ms. Winnie NG, JP, Mr. Edmond HO Tat Man and Mr. Allen FUNG Yuk Lun as Non-executive Directors; Mr. Roger LEE Chak Cheong as Managing Director and Executive Director.

As at the date of this joint announcement, the board of directors of RoadShow comprises Dr. John CHAN Cho Chak, GBS, JP as Chairman and Non-executive Director; Mr. YUNG Wing Chung and Ms. Winnie NG, JP as Deputy Chairmen and Non-executive Directors; Dr. Carlye Wai-Ling TSUI, BBS, MBE, JP, Dr. Eric LI Ka Cheung, GBS, OBE, JP, Professor Stephen CHEUNG Yan Leung, BBS, JP and Dr. John YEUNG Hin Chung, SBS, OBE, JP as Independent Non-executive Directors; Mr. LOH Chan Stephen as Managing Director and Executive Director; Mr. MAK Chun Keung, Mr. John Anthony MILLER, SBS, OBE, Mr. Allen FUNG Yuk Lun and Mr. LEE Luen Fai as Non-executive Directors.

The directors of Bliss Chance jointly and severally accept full responsibility for the accuracy of information contained in this joint announcement (other than those information relating to the TIH Group and the RoadShow 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 directors of TIH and RoadShow) have been arrived at after due and careful consideration and there are no other facts (other than facts in relation to the TIH Group and the RoadShow Group) not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

The sole director of Bison Capital accepts full responsibility for the accuracy of information contained in this joint announcement (other than those information relating to the TIH Group and the RoadShow Group) and confirms, having made all reasonable inquiries, that to the best of his knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of TIH and RoadShow) have been arrived at after due and careful consideration and there are no other facts (other than facts in relation to the TIH Group and the RoadShow Group) not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

The directors of TIH jointly and severally accept full responsibility for the accuracy of information contained in this joint announcement (other than those information relating to Bliss Chance and parties acting in concert with it and the RoadShow 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 directors of Bliss Chance and RoadShow) have been arrived at after due

and careful consideration and there are no other facts (other than facts in relation to Bliss Chance and parties acting in concert with it and the RoadShow Group) not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

The directors of RoadShow jointly and severally accept full responsibility for the accuracy of information contained in this joint announcement (other than those information relating to Bliss Chance and parties acting in concert with it and the TIH 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 directors of Bliss Chance and TIH) have been arrived at after due and careful consideration and there are no other facts (other than facts in relation to Bliss Chance and parties acting in concert with it and TIH) not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.