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## **MTR CORPORATION LIMITED**

**香港鐵路有限公司**

(the "Company")

*(Incorporated in Hong Kong with limited liability)*

(Stock Code: 66)

### **CHANGE OF DIRECTOR**

The Company announces the following changes:

- (1) Mr. Hon Chi-keung, who will be appointed to the post of the Permanent Secretary for Development (Works) ("PS for D") with effect from 7 April 2015, will, by virtue of his appointment, become a non-executive Director of the Company on the same date. In addition, with effect from 7 April 2015, Mr. Hon will become a member of the Capital Works Committee and the Risk Committee of the Company; and
- (2) As Mr. Wai Chi-sing will retire from the post of PS for D with effect from 7 April 2015, he will also cease to be a non-executive Director and a member of the Capital Works Committee and the Risk Committee of the Company with effect from the same date.

#### ***Mr. Hon Chi-keung***

The Company announces that Mr. Hon Chi-keung, who will be appointed to the post of PS for D with effect from 7 April 2015, will, by virtue of his appointment, become a non-executive Director of the Company on the same date. In addition, with effect from 7 April 2015, Mr. Hon will become a member of the Capital Works Committee and the Risk Committee of the Company.

PS for D is a non-executive Director of the Company appointed by the Chief Executive (the "Chief Executive") of the Hong Kong Special Administrative Region (the "HKSAR") pursuant to the Mass Transit Railway Ordinance (Chapter 556 of the Laws of Hong Kong) (the "MTR Ordinance").

Mr. Hon (aged 56) will not enter into any contract of service with the Company nor will he be appointed for a specific term. As a non-executive Director and a member of the Capital Works Committee and the Risk Committee of the Company, PS for D will receive from the Company an annual emolument of HK\$300,000, as determined by the Board of Directors of the Company.

Pursuant to the Articles of Association of the Company, Directors appointed by the Chief Executive pursuant to the MTR Ordinance are not required to retire by rotation at the annual general meetings of the Company.

Mr. Hon joined the Hong Kong Government in August 1983 and has been Director of Civil Engineering and Development since January 2011. He is a graduate of The University of Hong Kong and holds a Bachelor degree of Science in Engineering and a Master degree in Public Administration. Mr. Hon is a fellow of The Hong Kong Institution of Engineers, a fellow of the Chartered Institute of Arbitrators, United Kingdom and a member of the Institution of Civil Engineers, United Kingdom.

Save as disclosed above and as at the date of this announcement, Mr. Hon has not held any directorship in the last three years in any public companies the securities of which are listed on any securities market in Hong Kong or overseas, and does not hold any other position with the Company or its subsidiaries.

Mr. Hon is not related to any Directors, senior management or substantial or controlling shareholders of the Company except that he will assume the post of PS for D in the Government of the HKSAR (the "Government"), and The Financial Secretary Incorporated, which holds shares in the Company in trust for the Government, is a controlling shareholder of the Company. As at the date of this announcement, Mr. Hon is not interested in any shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO") as recorded in the register required to be kept under section 352 of the SFO or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers.

In respect of Mr. Hon's appointment, there is no other information which is disclosable pursuant to any of the requirements of the provisions of Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, and there is no other matter relating to his appointment which needs to be brought to the attention of the holders of securities of the Company.

***Mr. Wai Chi-sing***

The Company also announces that, as Mr. Wai Chi-sing will retire from the post of PS for D with effect from 7 April 2015, he will also cease to be a non-executive Director and a member of the Capital Works Committee and Risk Committee of the Company with effect from the same date. There is no matter relating to Mr. Wai ceasing to be a non-executive Director of the Company that needs to be brought to the attention of the holders of securities of the Company.

By Order of the Board  
**Gillian Elizabeth Meller**  
*Company Secretary*

Hong Kong, 2 April 2015

As at the date of this announcement:

*Members of the Board:* Dr. Raymond Ch'ien Kuo-fung (*Chairman*) \*\*, Lincoln Leong Kwok-kuen (*Chief Executive Officer*), Pamela Chan Wong Shui\*, Dr. Dorothy Chan Yuen Tak-fai\*, Vincent Cheng Hoi-chuen\*, Christine Fang Meng-sang\*, Dr. Eddy Fong Ching\*, Edward Ho Sing-tin\*, James Kwan Yuk-choi\*, Lucia Li Li Ka-lai\*, Professor Frederick Ma Si-hang\*, Alasdair George Morrison\*, Ng Leung-sing\*, Abraham Shek Lai-him\*, T. Brian Stevenson\*, Benjamin Tang Kwok-bun\*, Professor Chan Ka-keung, Ceajer (Secretary for Financial Services and the Treasury)\*\*, Secretary for Transport and Housing (Professor Anthony Cheung Bing-leung)\*\*, Permanent Secretary for Development (Works) (Wai Chi-sing)\*\* and Commissioner for Transport (Ingrid Yeung Ho Poi-yan)\*\*

*Members of the Executive Directorate:* Lincoln Leong Kwok-kuen, Morris Cheung Siu-wa, Jacob Kam Chak-pui, Stephen Law Cheuk-kin, Gillian Elizabeth Meller, David Tang Chi-fai, Philco Wong Nai-keung and Jeny Yeung Mei-chun

\* *independent non-executive Director*

\*\* *non-executive Director*

*This announcement is made in English and Chinese. In case of any inconsistency, the English version shall prevail.*