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# 越秀交通基建有限公司

## Yuexiu Transport Infrastructure Limited

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 01052)**

### **VOLUNTARY ANNOUNCEMENT ENTERING INTO THE TRANSFER AGREEMENT IN RELATION TO THE DISPOSAL OF ALL EQUITY INTEREST IN A NON-WHOLLY-OWNED SUBSIDIARY**

This is a voluntary announcement made by Yuexiu Transport Infrastructure Limited (“**Company**”).

Reference is made to the announcement of the Company dated 28 August 2015 whereby it was announced that the proposed disposal of the Company’s equity interest (“**Sale Equity**”) in Yue Xin Chishui Terminal Company Limited\* (梧州市越新赤水碼頭有限公司) (“**Pier Company**”) together with the relevant shareholder’s loan (“**Shareholder’s Loan**”) would be effected by public tender and the relevant bidding process via Southern United Assets and Equity Exchange\* (南方聯合產權交易中心) had commenced. The Pier Company is a company established in the PRC and an indirect non-wholly-owned subsidiary of the Company.

The Company announced that 廣西西江開發投資集團梧州投資有限公司(Guangxi Xijiang Development Investment Group Wuzhou Investment Company Limited\*) (“**Purchaser**”) was succeed in the public tender for acquiring the Sale Equity and the Shareholder’s Loan. On 15 December 2015, (i) 越秀(中國)交通基建投資有限公司 (Yuexiu (China) Transport Infrastructure Investment Company Limited\*), a company established in the PRC with limited liability and a wholly-owned subsidiary of the Company; and (ii) the Purchaser entered into an equity transfer agreement (“**Agreement**”) whereby, among other things:

- (a) the Sale Equity (being 51% of the equity interest in the Pier Company) would be sold to the Purchaser at the consideration of RMB153,635,600;

- (b) the Shareholder's Loan together with the interest accrued thereon as at the date of the signing of the Agreement would be sold to the Purchaser at their aggregate face amounts, being RMB78,238,956.71; and
- (c) subject to the relevant governmental department(s) approving the transfer under the Agreement, completion of the transfers contemplated by the Agreement will be completed within one year of the date on which the Agreement was signed.

Upon completion of the Agreement, the Company will cease to have any interest in the Pier Company.

To the best knowledge and belief of the directors of the Company having made all reasonable enquiries, the Purchaser and its ultimate beneficial owner(s) are third parties independent of, and connected with, the Company and its connected persons (as defined under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”). As all the applicable percentage ratios (as defined under the Listing Rules) are less than 5%, the Agreement does not constitute a notifiable transaction of the Company under Chapter 14 of the Listing Rules.

By Order of the Board  
**Yuexiu Transport Infrastructure Limited**  
**Zhu Chunxiu**  
*Chairman*

Hong Kong, 15 December 2015

*As at the date of this announcement, the board of directors of the Company comprises:*

*Executive Directors:*                                 **ZHU Chunxiu (Chairman), LIANG Youpan, HE Baiqing and QIAN Shangning**

*Independent Non-executive Directors:*         **FUNG Ka Pun, LAU Hon Chuen Ambrose and CHEUNG Doi Shu**

*\* For identification purpose only*