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HOPEWELL HOLDINGS LIMITED

合和實業有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 54)

DECLARATION OF CONDITIONAL SPECIAL CASH INTERIM DIVIDEND

Reference is made to (1) the announcement jointly issued by Hopewell Holdings Limited (the “**Company**”), Hopewell Highway Infrastructure Limited (“**HHI**”) 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 HHI to the Offeror (the “**Proposed Disposal**”); 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 HHI (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 8 January 2018 in relation to the meeting of the board of the Company held for the purpose of considering the declaration of a special cash interim dividend which is conditional upon completion of the Proposed Disposal (the “**Completion**”), to be paid out of a part of the net sale proceeds of the Proposed Disposal (the “**Announcements**”). Unless the context requires otherwise, terms defined in the Announcements have the same meanings when used herein.

The board of directors (the “**Board**”) of the Company is pleased to announce that it has on 18 January 2018 resolved the following:

Conditional upon Completion having taken place, a special cash interim dividend will be paid to all shareholders of the Company (the “**Shareholders**”) whose names appear in the register of members of the Company on a record date to be fixed and announced on the following basis:

For each share of the Company held..... HK\$2.00

The special cash interim dividend will be paid out of the net sale proceeds received from the Proposed Disposal. Further details of the record date, the payout date of the special cash interim dividend and the book closure date will be announced after Completion in due course.

WARNING

The special cash interim dividend is a possible special dividend and will only be made if Completion takes place, which is conditional upon satisfaction of the Disposal Conditions. Completion may or may not take place and accordingly, the special cash interim dividend may or may not be paid.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company. If Shareholders and potential investors are in any doubt as to their position or the action they should take, they should consult their licensed security dealers or registered institutions in securities, bank managers, solicitors, professional accountants or other professional advisers.

By Order of the Board
HOPEWELL HOLDINGS LIMITED
KOO Ching Fan
Company Secretary

Hong Kong, 18 January 2018

As at the date of this announcement, the Board of the Company comprises seven Executive Directors namely, Sir Gordon Ying Sheung WU (Chairman), Mr. Eddie Ping Chang HO (Vice Chairman), Mr. Thomas Jefferson WU (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; two Non-executive Directors namely, Lady WU Ivy Sau Ping KWOK and Mr. Carmelo Ka Sze LEE; and six Independent Non-executive Directors namely, Mr. Guy Man Guy WU, Ms. Linda Lai Chuen LOKE, Mr. Sunny TAN, Dr. Gordon YEN, Mr. Ahito NAKAMURA and Mr. Yuk Keung IP.