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香港中央結算有限公司

(香港交易及結算所有限公司全資附屬公司)

Hong Kong Securities Clearing Company Limited

(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)

通告 CIRCULAR

事項 CCASS ARRANGEMENT FOR THE RMB COUNTER OF

Subject: HOPEWELL HIGHWAY INFRASTRUCTURE LIMITED

(FOR CCASS INVESTOR PARTICIPANTS ONLY)

查詢 Hotline at 2979 7888

Enquiry:

Reference is made to an announcement issued by Hopewell Highway Infrastructure Limited (the Company) on 24 October 2012 in relation to its proposal to place new shares under general mandate and to set up a new RMB trading counter for its shares (http://www.hkexnews.hk/listedco/listconews/SEHK/2012/1024/LTN20121024618.pdf).

Upon completion of the placing, the Company will implement a "dual counter" model for trading its shares listed on the Stock Exchange of Hong Kong (the Exchange) in different trading currencies (i.e. Hong Kong Dollar (HKD) and Renminbi (RMB)). A new RMB counter (stock code: 80737) will be set up on the Exchange for trading the Company's shares in addition to the existing HKD counter (stock code: 737).

Trading of the Company's shares in the RMB counter is expected to commence at 9:00 a.m. on 29 October 2012 following the completion of the placing. However, CCASS Investor Participants should note that completion of the placing is subject to a number of conditions, including the Exchange's listing approval of the placing shares, and it may or may not proceed and are advised to keep in view further announcements by the Company with regard to the status of the proposed placement. The Company's announcements issued as per requirements of the Exchange's Listing Rules will be published on the Company's own website (http://www.hopewellhighway.com) and the HKExnews Website (http://www.hexnews.hk).

In respect of the CCASS arrangement relating to the "dual counter" model, CCASS Investor Participants are requested to note the following:-

Inter-counter transfers between the RMB counter and the HKD counter within CCASS

CCASS Investor Participants who hold dual-counter shares in CCASS can transfer shares from one counter to the other counter in accordance with the following procedures:-

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- (i) CCASS Investor Participants wishing to effect an inter-counter transfer of shares (referred to as "Multi-counter Transfer Instructions" in the CCASS Rules) should submit a duly completed and signed "Multi-counter Transfer Instruction Input Request Form" (See Attachment) (forms must be stamped with company chop, if applicable) in person or by their authorised representatives to the Customer Service Centre ("CSC") at 2/F Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong before 3:00pm on any Business Day.
- (ii) CCASS Investor Participants should make sure that there is sufficient number of shares in their stock accounts available for transfer. If there is sufficient number of shares in the CCASS Investor Participant's stock account available for transfer, the instruction will be effected immediately by Hong Kong Securities Clearing Company Limited ("HKSCC") upon receipt of the form at the CSC. HKSCC will provide a copy of the screen printout of the completed instruction to the CCASS Investor Participant for record.
 - CCASS Investor Participants can confirm the completion of their Multi-counter Transfer Instructions through the "Enquire Stock Balance" function of either the CCASS Phone System or the CCASS Internet System. CCASS Investor Participants who have selected to receive an activity statement can refer to the "Stock Movement" section of the statement for the completed Multi-counter Transfer Instructions. The activity statement will be generated at day end and will be mailed to relevant CCASS Investor Participants on the next Business Day following the successful execution of Multi-counter Transfer Instructions.
- (iii) If there is insufficient number of shares in the CCASS Investor Participant's stock account available for transfer at the time the form is submitted to the CSC, HKSCC will make one more attempt to effect the transfer again before 3:45pm on the same Business Day. HKSCC will notify CCASS Investor Participants after completion of the Multi-counter Transfer Instructions by phone.
- (iv) In case that a Multi-counter Transfer Instruction Input Request Form is received by HKSCC before 3:00pm but the requested transfer cannot be successfully effected by 3:45pm, the Multi-counter Transfer Instruction will be cancelled and treated as invalid. CCASS Investor Participants who wish to effect the transfer will be required to submit a new Multi-counter Transfer Instruction Input Request Form again when there is sufficient number of shares in their stock accounts available for transfer.
- (v) Any "Multi-counter Transfer Instruction Input Request Form" that reaches CSC after 3:00pm on any Business Day will be treated as an instruction for and be processed on the next Business Day.
- (vi) HKSCC will charge CCASS Investor Participants a fee of HK\$5 for effecting each Multicounter Transfer Instruction except for transfer from HKD counter to RMB counter from 29 October 2012 to 23 November 2012 that is mentioned in the company announcement. HKSCC will not charge any fee on such transfers during the said period.
- (vii) CCASS Investor Participants are requested to note that if they wish to effect a Multi-counter Transfer Instruction for the purpose of settlement of Exchange Trades in relevant counter (i.e. transferring shares in the HKD-counter to the RMB-counter in order to settle Exchange Trades executed under the RMB-counter or vice versa) on any Settlement Day, apart from

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the above-mentioned procedure, they may also consider delivering the shares to their intermediaries (by Investor Settlement Instruction) who can arrange to submit the Multi-counter Transfer Instruction to HKSCC on due Settlement Day on their behalf. CCASS Investor Participants who consider this alternative arrangement should consult their intermediaries for appropriate arrangement and any fees involved.

Depository Services

HKD-traded shares which are represented by red share certificates and RMB-traded shares which are represented by blue share certificates will be deposited into HKD counter and RMB counter respectively. If CCASS Investor Participants wish to transfer the deposited shares from one counter to another, they should submit a duly completed and signed "Multi-counter Transfer Instruction Input Request Form" as described above.

Similarly, share certificates in red which represent HKD-traded shares and share certificates in blue which represent RMB-traded shares will be distributed to CCASS Investor Participants for withdrawal of shares from HKD counter and RMB counter respectively.

Corporate Actions of Shares

Nominee services for HKD-traded shares and RMB-traded shares under the two counters will be provided by HKSCC in the normal way.

CCASS Fees and Charges

Fees and charges for the shares under dual counters will be payable by CCASS Investor Participants in accordance with the General Rules of CCASS and CCASS Operational Procedures. For the avoidance of doubt, the minimum dividend collection fee of HKD10 (or the aggregate gross amount of dividend if smaller than HKD10) and maximum dividend collection fee of HKD500 (or its equivalent in RMB) will apply to the aggregate dividend amount of the two counters payable in one currency on the same day; and the registration and transfer fee (if applicable) will be collected based on the net increase in the aggregate holdings of the two counters in the stock accounts balance of a participant in board lots of shares since the date on which fee was last collected by HKSCC.

Hotline Arrangement and Further Information

Should CCASS Investor Participants have any questions regarding the above matters, please contact the Hotline at 2979-7888.

CCASS Investor Participants can also refer to the Frequently Asked Questions and other information regarding the dual counter model on the HKEx website (www.hkex.com.hk/eng/market/sec_tradinfra/rmbequity/rmbequity.htm) for further details.

Catharine Wong Vice President Depository and Nominee Services