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Shenzhen International Holdings Limited

深圳國際控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 00152)

(the “Company”)

PROPOSED CHANGE OF AUDITOR

This announcement is made by the board of directors (the “**Board**”) of the Company pursuant to Rule 13.51(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Board hereby announces that in order to further enhance the Company’s standard of corporate governance, the Company, with the consent of its audit committee (the “**Audit Committee**”), has recently adopted a policy in respect of change of auditor under which the Company shall consider whether to change its auditor who has undertaken audit services continuously for over five years. As Messrs. PricewaterhouseCoopers (“**PwC**”), the Company’s existing auditor, has undertaken the annual audit for the Group for more than ten years, the Board, upon the recommendation of the Audit Committee, will propose to change the Company’s auditor. Accordingly, PwC will retire at the conclusion of the forthcoming annual general meeting to be held on 13 May 2016 (the “**AGM**”) and will not be re-appointed. Further, the Board will put forward a resolution to appoint Messrs. KPMG as the new auditor of the Company and to hold office until the conclusion of the next annual general meeting of the Company and such proposed appointment is subject to the approval of the shareholders of the Company at the special general meeting to be held on 13 May 2016 immediately following the AGM.

The Board confirms that there are no disagreements between PwC and the Company and there are no matters in relation to the proposed change of auditor that need to be brought to the attention of the holders of the securities of the Company. PwC has not issued any confirmation on whether there are any matters that need to be brought to the attention of the holders of the securities of the Company regarding its retirement, as the Company was incorporated in Bermuda and Bermuda law does not require a confirmation from the outgoing auditor confirming whether there are any matters that need to be brought to the attention of the holders of the securities of the Company regarding its retirement.

The Board would like to take this opportunity to extend its heartfelt gratitude to PwC for its professional services and advice to the Company for the past years.

By Order of the Board
Shenzhen International Holdings Limited
Gao Lei
Chairman

Hong Kong, 22 April 2016

As at the date of this announcement, the Board consists of Messrs. Gao Lei, Li Jing Qi, Zhong Shan Qun, Liu Jun and Li Lu Ning as executive directors, Dr. Yim Fung, JP as non-executive director and Messrs. Leung Ming Yuen, Simon, Ding Xun and Nip Yun Wing as independent non-executive directors.