

(Stock Code: 0246)

ANNOUNCEMENT RELATING TO INDEPENDENT NON-EXECUTIVE DIRECTOR

Clarification of information regarding the other directorships in listed companies held in the past three years by Mr. Kwong, an independent non-executive director of the Company.

The circular issued by Henderson China Holdings Limited (the "Company") and dated 27th October, 2004 (the "Circular") contained the biographical details of Mr. Kwong Che Keung, Gordon ("Mr. Kwong"), an independent non-executive director of the Company, which provided information regarding the other directorships in listed companies held in the past three years by Mr. Kwong. Such information should include that Mr. Kwong was, in addition, an independent non-executive director of China Power International Development Limited and an independent non-executive director of COSCO International Holdings Limited (having been so re-designated from a non-executive director on 28th September, 2004) as at the date of the Circular and a non-executive director of Soundwill Holdings Limited until 24th January, 2002. All the above companies are listed on The Stock Exchange of Hong Kong Limited.

Apart from the past/present directorships disclosed in the Circular and above, there are no other matters relating to Mr. Kwong's other directorships that need to be brought to the attention of shareholders of the Company.

By Order of the Board John YIP Ying Chee Secretary

Hong Kong, 20th December, 2004

As at the date of this announcement, the Board comprises: (1) executive directors: Lee Ka Kit (Chairman), Lee Shau Kee, Colin Lam Ko Yin, Lee King Yue, Leung Sing, Lee Ka Shing, Patrick Kwok Ping Ho, Ho Wing Fun and Cheung Fong Ming; (2) non-executive directors: Wong Ying Wai, Kan Fook Yee and Philip Yuen Pak Yiu; and (3) independent non-executive directors: Liang Shangli, Gordon Kwong Che Keung and Alex Wu Shu Chih.

Please also refer to the published version of this announcement in South China Morning Post.

^{*} for identification purposes only