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## **ZHUHAI HOLDINGS INVESTMENT GROUP LIMITED**

**珠海控股投資集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 00908)**

### **VOLUNTARY ANNOUNCEMENT: STRATEGIC CO-OPERATION FRAMEWORK AGREEMENT WITH CCCC HAINAN CONSTRUCTION INVESTMENT LIMITED**

This is a voluntary announcement made by Zhuhai Holdings Investment Group Limited (“**Company**”, which together with its subsidiaries, collectively called “**Group**”).

The board (“**Board**”) of directors of the Company would announce that in order to thoroughly implement the strategy of “Blue Marine Tourism”, concentrating its business in Zhuhai while developing from a nationwide perspective with an aim to establish marine-related business segment, on 8 May 2015, the Company entered into a strategic co-operation framework agreement (“**Framework Agreement**”) with CCCC Hainan Construction Investment Limited\* (“**CCCC Hainan Investment**”) in relation to the intention of both parties to establish comprehensive strategic co-operation relationship through the investment in, construction and operation of various projects (“**Projects**”) on port terminals, shipping, maritime transportation, tourism infrastructure, tourism development and related business.

Both parties will commence their co-operation by launching the maritime tourism project, namely, the “Blue Sea Jet” in South China region of the People’s Republic of China (“**PRC**”) which focuses on the co-operation projects in the maritime tourism and transportation in Hainan and Guangdong provinces in the PRC, investment, development and operation of passenger transportation terminals and marina as well as launching new maritime transportation and tourism routes.

Both parties will also proactively promote the “Blue Marine Tourism” and “Green Leisure Tourism” business by investing in and developing marine and island tourism and the “Green Leisure Tourism” project for island development and maritime tourism projects including resort, marina and marine sports centre.

CCCC Hainan Investment is a subsidiary of China Communications Construction Company Limited (“**China Communications Construction**”), which is a third party independent of the Company and its subsidiaries and its connected persons (as defined under the Rules (“**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Under the Framework Agreement, both parties shall form a work coordination mechanism. Both parties further agreed to discuss and negotiate on the terms of the co-operation with a view to signing definitive agreement(s) setting out the specific details of implementation of the Projects.

Being a Fortune Global 500 enterprise, China Communications Construction is principally engaged in the survey, design, construction, supervision and management of infrastructure such as roads, bridges, ports, terminals, channels, railways, tunnels and civil works, capital dredging and reclamation dredging, manufacturing of heavy marine machinery, port machinery and road machinery, investment in transportation infrastructure, development and operation of urban complexes and real estate development. China Communications Construction is a world-famous engineering contractor, urban complex developer and operator, distinctive real estate developer, integrated infrastructure investor and general contractor of offshore heavy equipment and port machinery manufacturing and system integration. CCCC Hainan Investment is primarily engaged in the investment and development of the transportation infrastructure and that of urban complexes and real estate as well as the development of primary and secondary land. With the support from China Communications Construction, CCCC Hainan Investment will provide the support in relation to the infrastructure construction, investment and financing for the Projects.

The Company is the only Zhuhai-based red chip company listed in Hong Kong which has established three major business segments in maritime transportation including Jiuzhou blue sea jet and blue marine tourism, composite real estate and green leisure tourism as well as financial investment and public utilities. It possesses the talents, brand and geographical strengths in maritime transportation, Blue Marine Tourism, Green Leisure Tourism, construction and operation of hotels, operation and management of theme parks and high-end tourism properties. It owns the largest high-speed ferry company and waterway passenger port in the country, the third largest maritime tourism brand and the largest passenger port cluster in South China, which allow it to accumulate extensive experience in the operation and management of maritime transportation and the tourism industry. As a renowned maritime and land transportation enterprise in China, particularly in South China, the Group will leverage on the operational and management strengths in shipping and marine tourism to provide full support to the operation and management of port terminals, maritime transportation and tourism projects.

The Board wishes to remind shareholders of the Company and potential investors that there is no assurance that any definitive agreement(s) will be signed between the parties. The proposed transactions for the development of the Projects are subject to, among other things, further negotiations between the parties, due diligence on (among other matters) the Projects being satisfactory, signing of the definitive agreement(s), satisfaction (or waiver, as the case may be) of conditions precedent to the completion of the definitive agreement(s) (including without limitation approvals of shareholders of the Company (if appropriate), relevant authorities and regulators). Such transactions may or may not materialise and/or constitute notifiable transactions under the Listing Rules. Additionally, the terms of the definitive agreement(s), if signed, may deviate from those set out in the Framework Agreement. Further announcement(s) in relation to the proposed transactions for the development of the Projects, if such constitute notifiable transactions or connected transactions, will be made by the Company as and when appropriate in compliance with the Listing Rules.

The Board wishes to emphasise that the Framework Agreement only sets out the preliminary co-operation intention of the Group and CCCC Hainan Investment, which does not constitute substantive rights and obligations of any parties thereto. For the reasons as mentioned above, the transactions contemplated under the Framework Agreement may or may not proceed. **Shareholders of the Company and public investors are urged to exercise caution when dealing in the shares of the Company.**

By order of the Board of  
**Zhuhai Holdings Investment Group Limited**  
**Huang Xin**  
*Chairman*

Hong Kong, 11 May 2015

*As at the date of this announcement, the Board of the Company comprises Mr. Huang Xin, Mr. Jin Tao, Mr. Ye Yuhong and Mr. Li Wenjun as executive directors; Datuk Wira Lim Hock Guan and Mr. Wang Zhe as non-executive directors; and Mr. Hui Chiu Chung, Mr. Chu Yu Lin, David and Mr. Albert Ho as independent non-executive directors.*

\* *The English transliteration of the Chinese names in this announcement, where indicated, is included for information only, and should not be regarded as the official English names of such Chinese names.*