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TRANSPORT INTERNATIONAL HOLDINGS LIMITED

(載通國際控股有限公司)*

(Incorporated in Bermuda with limited liability)

(Stock Code: 62)

DISCLOSEABLE TRANSACTION PURCHASE OF VOLVO DOUBLE-DECK CBU BUSES

KMB, a wholly-owned subsidiary of the Company, entered into the Purchase Contract with Volvo on 18 July 2018 for the purchase of 150 units of 12-Metre Volvo Double-deck CBU Buses at the consideration of approximately GBP 38.3 million.

As one or more of the applicable percentage ratios in respect of the transactions contemplated under the Purchase Contract and the Previous Contracts, on an aggregated basis, exceed 5% but are less than 25%, the transactions contemplated thereunder, on an aggregated basis, constitutes a discloseable transaction of the Company and is therefore subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

THE PURCHASE CONTRACT AND THE PREVIOUS CONTRACTS

KMB, a wholly-owned subsidiary of the Company, entered into the Purchase Contract and the Previous Contracts with Volvo for the purchases of 12-Metre Volvo Double-deck CBU Buses from Volvo. Details of the Purchase Contract and the Previous Contracts are set out below: -

| | Date of contract | Subject matter and consideration |
|----|-------------------------|--|
| 1. | 18 July 2018 | The purchase of 150 units of 12-Metre Volvo Double-deck CBU Buses at the unit price of approximately GBP 255,355 for a total consideration of approximately GBP 38.3 million (inclusive of all carriage and insurance charges) was arrived at through tendering selection. |
| 2. | 16 June 2017 | The purchase of 24 units of 12-Metre Volvo Double-deck CBU Buses at the unit price of approximately GBP 220,592 for a total consideration of approximately GBP 5.3 million (inclusive of all carriage and insurance charges) was arrived at through tendering selection. |

| | Date of contract | Subject matter and consideration |
|----|-------------------------|---|
| 3. | 22 March 2017 | The purchase of 80 units of 12-Metre Volvo Double-deck CBU Buses at the unit price of approximately GBP 220,092 for a total consideration of approximately GBP 17.6 million (inclusive of all carriage and insurance charges) was arrived at through tendering selection. |

Payment terms

The consideration in respect of each of the Purchase Contract and the Previous Contracts is payable in cash in three instalments, with (i) 10% of which being payable as deposit within fourteen business days from the signing of the Purchase Contract or the Previous Contracts (as the case may be); (ii) half of the unit price being payable as further deposit within fourteen business days from the date of shipment of each of the assembled unit; and (iii) the balance being payable within fourteen business days after the completion of quality audit, satisfactory inspection and issuance of fitness certification in respect of each assembled unit in accordance with the applicable laws and regulations. Such payments are being funded by the general working capital and banking facilities of KMB.

Performance guarantee

Skandinaviska Enskilda Banken AB, Hong Kong Branch has guaranteed as a primary obligor in favour of KMB up to but not exceeding an aggregate of 10% of the total consideration under the Purchase Contract or the Previous Contracts (as the case may be).

REASONS FOR AND BENEFITS OF THE TRANSACTIONS

The transactions under the Purchase Contract and the Previous Contracts were entered into in the ordinary and usual course of business of the Group and as part of its continuing initiative to replace retiring buses and to enhance the service quality of KMB.

The Directors believe that the terms of the Purchase Contract and the Previous Contracts are fair and reasonable and in the interests of the Company and its shareholders as a whole.

IMPLICATIONS UNDER THE LISTING RULES

As one or more of the applicable percentage ratios in respect of the transactions contemplated under the Purchase Contract and the Previous Contracts, on an aggregated basis, exceed 5% but are less than 25%, the transactions contemplated thereunder, on an aggregated basis, constitutes a discloseable transaction of the Company and is therefore subject the reporting and announcement requirements under Chapter 14 of the Listing Rules.

GENERAL INFORMATION

The principal activities of the Group are the operation of both franchised and non-franchised public transportation, property holdings and development and the provision of media sales services in Hong Kong and Mainland China. KMB is principally engaged in franchised public bus services in Hong Kong.

Volvo is a major Swedish bus manufacturer and also a major supplier of double-deck buses in the Hong Kong bus market. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, Volvo and its ultimate beneficial owners are third parties independent of the Company and its connected persons.

Skandinaviska Enskilda Banken AB is a Swedish bank principally engaged in the provision of banking and related financial services. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, Skandinaviska Enskilda Banken AB and its ultimate beneficial owners are third parties independent of the Company and its connected persons.

DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise: -

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| “12-Metre Volvo Double-deck CBU Bus(es)” | Completely Built Up Volvo 12-Metre Euro Double-deck Bus with Wrightbus Air-conditioned Body |
| “Board” | the board of Director(s) |
| “business day(s)” | Hong Kong business day(s) |
| “CBU” | Completely Built Up |
| “Company” | Transport International Holdings Limited, a company incorporated in Bermuda with limited liability and the shares of which are listed on the Stock Exchange (Stock Code: 62) |
| “Director(s)” | the director(s) of the Company |
| “discloseable transaction” | a discloseable transaction under Chapter 14 of the Listing Rules |
| “GBP” | British Pound Sterling, the lawful currency of the United Kingdom of Great Britain and Northern Ireland |
| “Group” | the Company and its subsidiaries |
| “Hong Kong” | the Hong Kong Special Administrative Region of the PRC |
| “KMB” | The Kowloon Motor Bus Company (1933) Limited, a wholly-owned subsidiary of the Company |

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|------------------------|---|
| “Listing Rules” | the Rules Governing the Listing of Securities on the Stock Exchange |
| “PRC” | the People’s Republic of China |
| “Previous Contract(s)” | collectively, (i) the purchase contract dated 22 March 2017 entered into between KMB and Volvo for the purchase of 80 units of 12-Metre Volvo Double-deck CBU Buses from Volvo; and (ii) and the purchase contract dated 16 June 2017 entered into between KMB and Volvo for the purchase of 24 units of 12-Metre Volvo Double-deck CBU Buses from Volvo and “Previous Contract(s)” means any one of them |
| “Purchase Contract” | the purchase contract dated 18 July 2018 entered into between KMB and Volvo for the purchase of 150 units of 12-Metre Volvo Double-deck CBU Buses from Volvo |
| “Stock Exchange” | The Stock Exchange of Hong Kong Limited |
| “Volvo” | Volvo Bus Corporation, a company incorporated in Sweden with limited liability |
| “%” | per cent |

By order of the Board
Lana Woo
Company Secretary

Hong Kong, 18 July 2018

The Directors as at the date of this announcement are: -

Independent Non-executive Directors:

Dr. Norman LEUNG Nai Pang, *GBS, JP* (Chairman)

Dr. John CHAN Cho Chak, *GBS, JP* (Deputy Chairman)

Dr. Eric LI Ka Cheung, *GBS, OBE, JP*

Professor LIU Pak Wai, *SBS, JP*

Mr. TSANG Wai Hung, *GBS, PDSM, JP*

Non-executive Directors:

Mr. Raymond KWOK Ping Luen, *JP* (Ms. Susanna WONG Sze Lai as his alternate)

Mr. NG Siu Chan (Ms. Winnie NG as his alternate)

Mr. Charles LUI Chung Yuen, *M.H.*

Mr. William LOUEY Lai Kuen (Mr. GAO Feng as his alternate)

Ms. Winnie NG, *JP*

Mr. Allen FUNG Yuk Lun

Dr. CHEUNG Wing Yui

Mr. LEE Luen Fai

Mr. LUNG Po Kwan

Executive Director:

Mr. Roger LEE Chak Cheong (Managing Director)

** For identification purpose only*