

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

*This announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of Swire Pacific Limited or Hong Kong Aircraft Engineering Company Limited nor is it a solicitation of any vote or approval in any jurisdiction.*



**SWIRE PACIFIC LIMITED**  
太古股份有限公司

(Incorporated in Hong Kong  
with limited liability)  
(Stock Codes: 19 and 87)

**HONG KONG AIRCRAFT  
ENGINEERING COMPANY  
LIMITED**

香港飛機工程有限公司  
(Incorporated in Hong Kong  
with limited liability)  
(Stock Code: 44)

**JOINT ANNOUNCEMENT**

**MONTHLY UPDATE ON**

**(1) PROPOSAL FOR THE PRIVATISATION OF  
HONG KONG AIRCRAFT ENGINEERING COMPANY LIMITED  
BY SWIRE PACIFIC LIMITED BY WAY OF  
A SCHEME OF ARRANGEMENT  
UNDER SECTION 673 OF THE COMPANIES ORDINANCE**

**AND**

**(2) PROPOSED WITHDRAWAL OF LISTING OF  
HONG KONG AIRCRAFT ENGINEERING COMPANY LIMITED**

**Financial Adviser to Swire Pacific Limited**

**MOELIS & COMPANY**

Reference is made to (i) the joint announcement issued by Swire Pacific Limited (“**Swire Pacific**”) and Hong Kong Aircraft Engineering Company Limited (“**HAECO**”) on 10th June 2018 (the “**Announcement**”) in relation to, among other things, the proposed privatisation of HAECO by Swire Pacific by way of a scheme of arrangement under section 673 of the Companies Ordinance; (ii) the joint announcement of Swire Pacific and HAECO dated 29th June 2018 in relation to the extension of time for despatch of the Scheme Document (the “**June Announcement**”); (iii) the announcement of HAECO dated 29th June 2018 in relation to the appointment of Somerley Capital Limited as the HAECO Independent Financial Adviser; and (iv) the announcement of HAECO dated 1st July 2018 in relation to the resignation of Mr. John Robert SLOSAR as Chairman of the Board and an Executive Director of HAECO, the election of Mr. Merlin Bingham SWIRE as Chairman of the Board of HAECO in place of Mr. John Robert SLOSAR and the re-designation of Mr. Merlin Bingham SWIRE from a Non-Executive Director to an Executive Director of HAECO, all with effect from 1st July 2018. Unless otherwise defined herein, capitalised terms used herein shall have the same meanings ascribed to them in the Announcement.

As stated in the June Announcement, as additional time is required to finalise the information to be contained in the Scheme Document (including information reflecting HAECO’s announcement of its results for the six months ended 30th June 2018, the property valuation report and the letter of advice from the HAECO Independent Financial Adviser) and taking into account the fixing of Court dates, an application was made to the Executive and the Executive has granted its consent to extend the latest time for the despatch of the Scheme Document to 28th September 2018.

The board of directors of Swire Pacific and the board of directors of HAECO would like to update Swire Pacific Shareholders, HAECO Shareholders and potential investors that further to the June Announcement and the appointment of Somerley Capital Limited as the HAECO Independent Financial Adviser with effect from 29th June 2018, Swire Pacific and HAECO are still in the course of finalising the information to be included in the Scheme Document.

Further announcement(s) will be made by Swire Pacific and/or HAECO in accordance with the Listing Rules and the Takeovers Code (as the case may be) on the status and progress in connection with the Proposal and the Scheme and the despatch of the Scheme Document as and when appropriate.

## **WARNING**

**Swire Pacific Shareholders, HAECO Shareholders and potential investors should be aware that the Proposal is subject to the Conditions being fulfilled or waived, as applicable, and therefore the Proposal may or may not be implemented. Swire Pacific Shareholders, HAECO Shareholders and potential investors should therefore exercise caution when dealing in the securities of Swire Pacific or HAECO. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.**

## **Directors**

As at the date of this announcement, the directors of Swire Pacific are:

Executive Directors: M.B. Swire (Chairman), I.K.L. Chu, D.P. Cogman,  
M.M.S. Low;

Non-Executive Director: S.C. Swire; and

Independent Non-Executive Directors: P.K. Etchells, T.G. Freshwater, C. Lee,  
R.W.M. Lee and G.R.H. Orr.

The directors of Swire Pacific jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than any information relating to HAECO) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by HAECO) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.

As at the date of this announcement, the directors of HAECO are:

Executive Directors: M.B. Swire (Chairman), W.E.J. Barrington, C.P. Gibbs,  
R.J. Sharpe, A.K.W. Tang;

Non-Executive Director: G.T.F. Hughes; and

Independent Non-Executive Directors: B.Y.C. Cha, Y.K. Leung, J.L. Lewis and  
P.P.W. Tse.

The directors of HAECO jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than any information relating to Swire Pacific) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by Swire Pacific) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.

By Order of the Board

**Swire Pacific Limited**

太古股份有限公司

David Fu

Company Secretary

Hong Kong, 27th July 2018

By Order of the Board

**Hong Kong Aircraft Engineering**

**Company Limited**

香港飛機工程有限公司

David Fu

Company Secretary

Hong Kong, 27th July 2018