

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 is for information purposes only and does not constitute or form part of and should not be construed as an invitation or a solicitation of an offer to acquire, purchase or subscribe for securities or an inducement to enter into investment activity, or an invitation to enter into an agreement to do any such things, nor is it calculated to invite any offer to acquire, purchase or subscribe for any securities. This announcement is not an offer of securities for sale in the PRC, Hong Kong, the United States or elsewhere. The New Notes are not available for general subscription in Hong Kong or elsewhere.

This announcement is not, does not form part of and should not be construed as an offer of securities for sale in the United States (including its territories and possessions, any state of the United States and the District of Columbia). Neither this announcement nor any copy hereof may be taken into or distributed, directly or indirectly, in or into the United States. The securities referred to herein have not been and will not be registered under the United States Securities Act of 1933, as amended (the "Securities Act") or laws of any state of the United States or other jurisdiction, and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the Securities Act. No public offering of securities will be made in the United States.



ROAD KING INFRASTRUCTURE LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 1098)

ANNOUNCEMENT

**(1) COMPLETION OF ISSUANCE OF US\$400 MILLION 7.75%
GUARANTEED SENIOR NOTES DUE 2021;**

AND

**(2) RESULTS OF THE TENDER OFFER IN RELATION TO
US\$450,000,000 5.0% GUARANTEED SENIOR NOTES
DUE 2019**

(Stock Code: 5695)

(ISIN/Common Code: XS1464929329/146492932)

ISSUED BY RKI OVERSEAS FINANCE 2016 (A) LIMITED

(Incorporated with limited liability under the laws of the British Virgin Islands)

Reference is made to the announcements of Road King Infrastructure Limited (the “Company”) dated 9 January 2019, in relation to, inter alia, the New Notes Issue and the Offer and the announcement of RKI Overseas Finance 2016 (A) Limited dated 9 January 2019 in relation to the Offer (the “Announcements”). Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meaning as those defined in the Announcements.

A. COMPLETION OF THE ISSUANCE OF THE NEW NOTES

The Board of Directors of the Company is pleased to announce that all conditions to the Subscription Agreement have been fulfilled and that the New Notes Issue was completed on 18 January 2019. The New Notes are expected to be listed on the SGX-ST on 21 January 2019.

B. RESULTS OF THE TENDER OFFER IN RELATION TO 2019 NOTES

Following the Expiration Deadline of the Offer at 4:00 p.m. (London Time) on 17 January 2019, the Company hereby announces that:

- (a) the aggregate amount of the 2019 Notes validly tendered pursuant to the Offer is US\$224,743,000;
- (b) the Company has determined that the final Maximum Acceptance Amount shall be increased to US\$224,743,000 and all references to the Maximum Acceptance Amount shall be deemed to be to such increased amount;
- (c) the New Financing Condition has been satisfied; and
- (d) the Company has decided to accept for purchase an aggregate principal amount of US\$224,743,000 of the 2019 Notes validly tendered.

The settlement date for the Offer is expected to be 23 January 2019. Following settlement of the Offer, US\$225,257,000 in aggregate principal amount of the 2019 Notes will remain outstanding. The 2019 Notes purchased by the Company pursuant to the Offer will be cancelled.

For a detailed statement of the terms and conditions of the Offer, holders of the 2019 Notes should refer to the Tender Offer Memorandum.

The Company has retained HSBC and J.P. Morgan (*in alphabetical order*) as the dealer managers for the Offer. The Company has engaged D.F. King Limited as the tender and information agent for the Offer.

Questions and requests for assistance in connection with the Offer may be directed to the dealer managers. The Tender Offer Memorandum and any other relevant notices and documents with respect to the Offer are available at <https://sites.dfkingltd.com/roadking>.

By Order of the Board of Directors
RKI Overseas Finance 2016 (A) Limited
Zen Wei Pao, William
Director

By Order of the Board
Road King Infrastructure Limited
Zen Wei Pao, William
Co-Chairman

Hong Kong, 18 January 2019

As at the date of this announcement, the Board comprises Messrs. Zen Wei Pao, William, Zen Wei Peu, Derek, Ko Yuk Bing and Fong Shiu Leung, Keter as Executive Directors, Messrs. Mou Yong and Dong Fang as Non-executive Directors and Messrs. Lau Sai Yung, Tse Chee On, Raymond, Wong Wai Ho and Zhang Yongliang as Independent Non-executive Directors.

As at the date of this announcement, the directors of RKI Overseas Finance 2016 (A) Limited are Messrs. Zen Wei Pao, William, Zen Wei Peu, Derek, Ko Yuk Bing and Fong Shiu Leung, Keter.