

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.

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)

CONTINUING CONNECTED TRANSACTIONS 2020 WANSHAN AM FEE AGREEMENTS

2020 WANSHAN AM FEE AGREEMENTS

Reference is made to the Company's announcement dated 24 December 2018, in relation to, among other things, the 2019 Wanshan AM Fee Agreements. The 2019 Wanshan AM Fee Agreements were entered into between HT Shipping (an indirect non wholly-owned connected subsidiary of the Company) and Wanshan Port Company (a connected person of the Company) in relation to the provision of port and transportation agency services by Wanshan Port Company to HT Shipping at the Designated Terminals (Hengqin Line), Designated Terminals (Wanshan Line) and Designated Terminals (Shenzhen Shekou Line) for a term of one year from 1 January 2019 to 31 December 2019.

It is expected that the CCTs, i.e. the provision of port and transportation agency services at the Designated Terminals (Hengqin Line), Designated Terminals (Wanshan Line) and Designated Terminals (Shenzhen Shekou Line) under the 2019 Wanshan AM Fee Agreements, will continue beyond its expiry on 31 December 2019. To ensure continual provision of port and transportation agency services by Wanshan Port Company to HT Shipping after the expiry of the 2019 Wanshan AM Fee Agreements, and to continually expand the Group's market presence in the Wanshan region/business operations following the opening of the HZMB, on 27 December 2019: (i) HT Shipping and Wanshan Port Company entered into three agency transportation cum management fee agreements (i.e. the 2020 HT-Wanshan AM Fee Agreements), respectively for the original Hengqin, Wanshan and Shenzhen Shekou lines, for a term of one year from 1 January 2020 to 31 December 2020; and (ii) Marine Tourism Company (an indirect non wholly-owned connected subsidiary of the Company) and Wanshan Port Company entered into one agency transportation cum management fee agreement (i.e. the 2020 Marine Tourism-Wanshan AM Fee Agreement) for the newly added Xiangzhou line, for a term of one year from 1 January 2020 to 31 December 2020.

LISTING RULES IMPLICATIONS

Both HT Shipping and Marine Tourism Company are members of the Group. Wanshan Port Company is a company in which ZJ Holdings (a substantial shareholder of the Company) is interested in 50% of its equity interest, hence Wanshan Port Company is an associate of ZJ Holdings and a connected person of the Company under Chapter 14A of the Listing Rules. The transactions as contemplated by the 2020 Wanshan AM Fee Agreements (i.e. the 2020 HT-Wanshan AM Fee Agreement and the 2020 Marine Tourism-Wanshan AM Fee Agreement) thus constitute CCTs for the Company under Chapter 14A of the Listing Rules.

As the relevant applicable ratios (as prescribed under Chapter 14 of the Listing Rules) for the expected annual cap in respect of the transactions contemplated under the 2020 Wanshan AM Fee Agreements for FY2020 are more than 0.1% and less than 5%, the transactions contemplated thereunder shall constitute non-exempt CCTs under Rule 14A.76(2) of the Listing Rules and are subject to the annual review and disclosure requirements but exempt from Shareholders' approval requirement under Chapter 14A of the Listing Rules.

2020 WANSHAN AM FEE AGREEMENTS

Reference is made to the Company's announcement dated 24 December 2018, in relation to, among other things, the 2019 Wanshan AM Fee Agreements.

The 2019 Wanshan AM Fee Agreements were entered into between HT Shipping (an indirect non wholly-owned connected subsidiary of the Company) and Wanshan Port Company (a connected person of the Company) in relation to the provision of port and transportation agency services by Wanshan Port Company to HT Shipping at the Designated Terminals (Hengqin Line), Designated Terminals (Wanshan Line) and Designated Terminals (Shenzhen Shekou Line) for a term of one year from 1 January 2019 to 31 December 2019.

It is expected that the CCTs, i.e. the provision of port and transportation agency services at the Designated Terminals (Hengqin Line), Designated Terminals (Wanshan Line) and Designated Terminals (Shenzhen Shekou Line) under the 2019 Wanshan AM Fee Agreements, will continue beyond its expiry on 31 December 2019. To ensure continual provision of port and transportation agency services by Wanshan Port Company to HT Shipping after the expiry of the 2019 Wanshan AM Fee Agreements, and to continually expand the Group's market presence in the Wanshan region/business operations following the opening of the HZMB, on 27 December 2019: (i) HT Shipping and Wanshan Port Company entered into three agency transportation cum management fee agreements (collectively, the "**2020 HT-Wanshan AM Fee Agreements**"), respectively for the original Hengqin, Wanshan and Shenzhen Shekou lines, for a term of one year from 1 January 2020 to 31 December 2020; and (ii) Marine Tourism Company (an indirect non wholly-owned connected subsidiary of the Company) and Wanshan Port Company entered into one agency transportation cum management fee agreement (the "**2020 Marine Tourism-Wanshan AM Fee Agreement**", together with the 2020 HT-Wanshan AM Fee Agreements, the "**2020 Wanshan AM Fee Agreements**") for the newly added Xiangzhou line, for a term of one year from 1 January 2020 to 31 December 2020.

Principal terms of the 2020 Wanshan AM Fee Agreements

Date:

27 December 2019

Parties:

The parties to the 2020 HT-Wanshan AM Fee Agreements are as follows:

- (i) HT Shipping (as service recipient); and
- (ii) Wanshan Port Company (as service provider).

The parties to the 2020 Marine Tourism-Wanshan AM Fee Agreement are as follows:

- (i) Marine Tourism Company (as service recipient); and
- (ii) Wanshan Port Company (as service provider).

HT Shipping is a wholly-owned subsidiary of Ferry Company (of which 51% equity interest of HT Shipping is directly held by Ferry Company and the remaining 49% equity interest is directly held by 珠海市九洲郵輪有限公司 (Zhuhai Jiuzhou Cruises Co., Ltd.*), which is a direct wholly-owned subsidiary of Ferry Company). Marine Tourism Company is also a wholly-owned subsidiary of Ferry Company (of which 100% equity interest of Marine Tourism Company is directly held by 珠海九洲郵輪投資有限公司 (Zhuhai Jiuzhou Cruises Investment Co., Ltd.*), which is a direct wholly-owned subsidiary of Ferry Company). Ferry Company is owned as to 49% by the Group, 43% by ZJ Holdings and 8% by an Independent Third Party. Ferry Company, HT Shipping and Marine Tourism Company are treated as subsidiaries of the Company. As ZJ Holdings has 10% or more of equity interest in Ferry Company, HT Shipping and Marine Tourism Company (the latter two being wholly-owned subsidiaries of Ferry Company) are associates of ZJ Holdings and connected subsidiaries of the Company under Rule 14A.16 of the Listing Rules. HT Shipping is principally engaged in the provision of ferry services and investment holding. Marine Tourism Company is principally engaged in the provision of ferry services.

Wanshan Port Company is a 50%-owned jointly-controlled entity of ZJ Holdings, incorporated in the PRC. It is principally engaged in the provision of port facilities and water transportation agency services for ferry lines and operation of passenger-transport stations. Wanshan Port Company is an associate of ZJ Holdings and a connected person of the Company.

ZJ Holdings is a state-owned enterprise established in the PRC and is the controlling shareholder of the Company. As at the date of this announcement, it is interested in 602,598,000 Shares, representing about 42.20% of the total number of Shares in issue. The principal activities of ZJ Holdings include investment in tourism and transportation businesses and properties letting.

Term:

From 1 January 2020 to 31 December 2020

Services provided and payment terms:

Under the 2020 Wanshan AM Fee Agreements, Wanshan Port Company will be mainly responsible for providing berthing facilities and services for the ferries of HT Shipping (in the case of the 2020 HT-Wanshan AM Fee Agreements) or Marine Tourism Company (in the case of the 2020 Marine Tourism-Wanshan AM Fee Agreement) at the Designated Terminals, providing waiting lounge for passengers, providing electricity, fresh water and sewage treatment to HT Shipping (in the case of the 2020 HT-Wanshan AM Fee Agreements) or Marine Tourism Company (in the case of the 2020 Marine Tourism-Wanshan AM Fee Agreement) (at a fee to be charged at fixed rate with reference to the actual usage), conducting promotional activities for the ferry lines and selling ferry tickets to passengers in the PRC.

The Designated Terminals as referred to in the 2020 Wanshan AM Fee Agreements are as follows:

- (a) Under the 2020 HT-Wanshan AM Fee Agreement (Wanshan Line): the following designated terminals (“**Designated Terminals (Wanshan Line)**”):
 - (i) North Terminal (“**North Terminal**”) of 香洲港碼頭 (Xiangzhou Port*), Zhuhai; and
 - (ii) Certain terminals on 萬山群島 (Wanshan Qundao*), Zhuhai, including 桂山碼頭 (Guishan Terminal*), 外伶仃碼頭 (Wai Lingding Terminal*), 東澳碼頭 (Dongao Terminal*), 萬山碼頭 (Wanshan Terminal*) and 擔桿碼頭 (Dangan Terminal*) (collectively, 萬山群島碼頭 (“**Wanshan Qundao Terminals***”)).
- (b) Under the 2020 HT-Wanshan AM Fee Agreement (Hengqin Line): the following designated terminals (“**Designated Terminals (Hengqin Line)**”):
 - (i) 九洲港碼頭 (Jiuzhou Port*) or 橫琴碼頭 (Hengqin Port*), Zhuhai; and
 - (ii) 外伶仃碼頭 (Wai Lingding Terminal*), 東澳南沙灣碼頭 (Dongao Nansha Wan Terminal*), Zhuhai.
- (c) Under the 2020 HT-Wanshan AM Fee Agreement (Shenzhen Shekou Line): the following designated terminals (“**Designated Terminals (Shenzhen Shekou Line)**”):
 - (i) 深圳蛇口港 (Shenzhen Shekou Port*), Shenzhen; and
 - (ii) 外伶仃碼頭 (Wai Lingding Terminal*), 東澳灣碼頭 (Dongao Wan Terminal*), 桂山碼頭 (Guishan Terminal*), Zhuhai.
- (d) Under the 2020 Marine Tourism-Wanshan AM Fee Agreement: 香洲港碼頭 (Xiangzhou Port*), Zhuhai (“**Designated Terminal (Xiangzhou Line)**”).

In return for the above services, Wanshan Port Company is entitled to receive the following fees payable by HT Shipping (in the case of the 2020 HT-Wanshan AM Fee Agreements) or Marine Tourism Company (in the case of the 2020 Marine Tourism-Wanshan AM Fee Agreement):

(a) Under the 2020 HT-Wanshan AM Fee Agreement (Wanshan Line):

- (i) agency and management fees (“**Wanshan Line AM Fees**”) calculated on the basis of:
 - (A) 12% of the gross proceeds from the ferry tickets sold in respect of the ferry services from North Terminal to the Wanshan Qundao Terminals;
 - (B) 15% of the gross proceeds from the ferry tickets sold in respect of the ferry services from the Wanshan Qundao Terminals to the North Terminal;
- (ii) luggage transportation fee calculated on the basis of 40% of the gross revenue per month for such service;
- (iii) a berthing fee of RMB200 per day for each non-operating ferry of HT Shipping which berths at the Designated Terminals (Wanshan Line);
- (iv) a cleaning fee of RMB10 per service for each ferry of HT Shipping which enters into the Designated Terminals (Wanshan Line);
- (v) an office leasing fee of RMB1,000 per month (excluding electricity and water charges); and
- (vi) a surcharge on the provision of electricity, fresh water and sewage treatment (at a fee to be charged at a fixed rate with reference to the actual usage) to ferries of HT Shipping at the Designated Terminals (Wanshan Line).

(b) Under the 2020 HT-Wanshan AM Fee Agreement (Hengqin Line):

- (i) agency and management fees (“**Hengqin Line AM Fees**”) calculated on the basis of:

subject to a minimum fee for each voyage of RMB500:

 - (A) 20% of the operating income from the ferry services from Wai Lingding Terminal and Dongao Nansha Wan Terminal to Jiuzhou Port;
 - (B) 20% of the gross proceeds from the ferry tickets sold in respect of the ferry services from Wai Lingding Terminal and Dongao Nansha Wan Terminal to Hengqin Port;

- (ii) a cleaning fee of RMB10 per service for each ferry of HT Shipping which enters into the Designated Terminals (Hengqin Line); and
 - (iii) a surcharge on the provision of electricity, fresh water and sewage treatment (at a fee to be charged at a fixed rate with reference to the actual usage) to ferries of HT Shipping at the Designated Terminals (Hengqin Line), and a maintenance fee calculated on the basis of a premium of 10% on the actual usage of electricity and fresh water.
- (c) Under the 2020 HT-Wanshan AM Fee Agreement (Shenzhen Shekou Line):
- (i) agency and management fees (“**Shenzhen Shekou Line AM Fees**”) calculated on the basis of 25% of the operating income from the ferry services from Wai Lingding Terminal, Dongao Nansha Wan Terminal, and Guishan Terminal to Shenzhen Shekou Port; or RMB30 for each customer of the ferry services from Wai Lingding Terminal, Dongao Nansha Wan Terminal, and Guishan Terminal to Shenzhen Shekou Port, whichever is higher;
 - (ii) a cleaning fee of RMB10 per service for each ferry of HT Shipping which enters into the Designated Terminals (Shenzhen Shekou Line);
 - (iii) the berthing fees of HT Shipping’s ferries at the terminals of Wanshan Port Company shall be calculated and collected at the standard fee of RMB300 per berthing; for the berthing of the ships on the route connecting the islands, the berthing fees shall be calculated and collected at the standard fee of RMB250 per berthing; and for the round-trip voyages containing vacant ferries, the berthing fees shall be calculated and collected at the standard fee of RMB250 per berthing; and
 - (iv) a surcharge on the provision of electricity, fresh water and sewage treatment (at a fee to be charged at a fixed rate with reference to the actual usage) to ferries of HT Shipping at the Designated Terminals (Shenzhen Shekou Line), and a maintenance fee calculated on the basis of a premium of 10% on the actual usage of electricity and fresh water.
- (d) Under the 2020 Marine Tourism-Wanshan AM Fee Agreement:
- (i) agency and management fees (“**Xiangzhou Line AM Fees**”) calculated on the basis of, subject to a minimum fee for each voyage of RMB500, 12% of the gross proceeds from the ferry tickets sold in respect of ferry services from/to the Designated Terminal (Xiangzhou Line);
 - (ii) a berthing fee of RMB200 per day for each non-operating ferry of Marine Tourism Company which berths at the Designated Terminal (Xiangzhou Line);
 - (iii) a cleaning fee of RMB10 per service for each ferry of Marine Tourism Company which enters into the Designated Terminal (Xiangzhou Line); and

- (iv) a surcharge on the provision of electricity, fresh water and sewage treatment (at a fee to be charged at a fixed rate with reference to the actual usage) to ferries of Marine Tourism Company at the Designated Terminal (Xiangzhou Line)), and a maintenance fee calculated on the basis of a premium of 10% on the actual usage of electricity and fresh water.

Pursuant to the 2020 HT-Wanshan AM Fee Agreement (Wanshan Line), 2020 HT-Wanshan AM Fee Agreement (Shenzhen Shekou Line) and 2020 Marine Tourism-Wanshan AM Fee Agreement, HT Shipping or Marine Tourism Company (as applicable) and Wanshan Port Company will share between themselves certain expenses (“**Wanshan Ticket Selling Expenses**”) in connection with selling of ferry tickets online or by credit card. The sharing ratio between HT Shipping or Marine Tourism Company (as applicable) and Wanshan Port Company of such expenses for 2020 HT-Wanshan AM Fee Agreement (Wanshan Line), 2020 HT-Wanshan AM Fee Agreement (Shenzhen Shekou Line) and 2020 Marine Tourism-Wanshan AM Fee Agreement is 86.5%:13.5%, 75%:25% and 88%:12% respectively. Since the Wanshan Ticket Selling Expenses are paid and realized as expenses upon the relevant services rendered, the sharing ratio of such expenses to be borne by Wanshan Port Company matches with the average Wanshan Line AM Fees, Shenzhen Shekou Line AM Fees and Xiangzhou Line AM Fees (i.e. the sharing ratio of the gross proceeds or operating income from the ferry tickets sold) or the operating income from the ferry services to be received by Wanshan Port Company. The adoption of the same ratio was determined on arm’s length basis after negotiation between the parties and in accordance with the matching concept in accounting principles, under which incurred cost shall be matched against relevant income.

The Wanshan Line AM Fees, the Hengqin Line AM Fees, Shenzhen Shekou Line AM Fees and Xiangzhou Line AM Fees (collectively, “**Wanshan AM Fees**”) and other fees, all as mentioned under the paragraph headed “Principal terms of the 2020 Wanshan AM Fee Agreements – Services provided and payment terms” of this announcement (collectively, “**Wanshan Relevant Fees**”) are determined with reference to similar services at similar rate rendered by Wanshan Port Company at the Designated Terminals to ferry companies which are independent of and not connected with Wanshan Port Company. The Wanshan AM Fees, the Wanshan Relevant Fees, as well as the sharing ratio of the Wanshan Ticket Selling Expenses, were agreed on normal commercial terms which were negotiated between HT Shipping or Marine Tourism Company (as applicable) and Wanshan Port Company on arm’s length basis and no less favourable to HT Shipping or Marine Tourism Company (as applicable) than those that would be offered by Wanshan Port Company to independent ferry companies under comparable circumstances.

The Wanshan AM Fees and the Wanshan Relevant Fees payable under the 2020 Wanshan AM Fee Agreements, after deducting the amount of Wanshan Ticket Selling Expenses to be borne by Wanshan Port Company, will be payable in arrears and on a monthly basis.

HISTORICAL TRANSACTION AMOUNTS

The historical transaction amounts and the annual caps for the Wanshan AM Fees and the Wanshan Relevant Fees paid by HT Shipping to Wanshan Port Company for the financial years concerned or period covered are set out below:

Financial year concerned	Annual caps (RMB)	Historical transaction amounts¹ (RMB)
FY2017 (for Wanshan line only)	15.5 million ²	10.6 million ³
FY2018 (for Wanshan line only)	12 million	10.3 million ³
FY2019 (for Wanshan, Hengqin and Shenzhen Shekou lines only)	18 million	See below ⁴

Notes:

- 1 As the Hengqin line and Shenzhen Shekou line were newly added in FY2019, the historical transaction amounts for such new ferry lines are not applicable for FY2017 and FY2018. As the Xiangzhou line is newly added in FY2020, the historical transaction amounts for such new ferry line are not applicable for all the three FYs.
- 2 Adopting the exchange rate as at 29 December 2016 of HK\$1: RMB0.89583.
- 3 The historical transaction amounts for FY2017 and FY2018 have not exceeded the annual caps for the financial years concerned.
- 4 For the 10 months ended 31 October 2019, the aggregate historical amounts of the Wanshan AM Fees and the Wanshan Relevant Fees paid by HT Shipping to Wanshan Port Company amounted to approximately RMB11 million. It is expected that the aggregate amount of the Wanshan AM Fees and the Wanshan Relevant Fees paid by HT Shipping to Wanshan Port Company will not exceed the above annual cap for FY2019.

EXPECTED AGGREGATE ANNUAL CAPS FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2020 UNDER 2020 WANSHAN AM FEE AGREEMENTS

The expected maximum aggregate annual caps in respect of the Wanshan AM Fees and the Wanshan Relevant Fees payable under the 2020 HT-Wanshan AM Fee Agreements and 2020 Marine Tourism – Wanshan AM Fee Agreement for FY2020 are RMB10 million and RMB0.3 million respectively, which were proposed by the Directors based on the following factors:

- (i) the historical transaction amount for the Wanshan AM Fees and Wanshan Relevant Fees (for the Wanshan, Hengqin and Shenzhen Shekou lines) under the 2019 Wanshan AM Fee Agreements and previous agreements for the same transactions;
- (ii) the projected transaction amount for the Wanshan AM Fees and Wanshan Relevant Fees for the Wanshan, Hengqin and Shenzhen Shekou lines for FY2020;
- (iii) the projected transaction amount for the Wanshan AM Fees and Wanshan Relevant Fees for the newly added Xiangzhou Line for FY2020; and
- (iv) other factors such as historical growth rate of passenger flow, possible increase in the price of ferry ticket and the estimated number of passengers in 2020, plus an additional buffer of 20%.

REASONS FOR THE TRANSACTIONS CONTEMPLATED UNDER THE 2020 WANSHAN AM FEE AGREEMENTS

HT Shipping and Marine Tourism Company have been operating ferry services between Zhuhai on one part and various terminals (including the Designated Terminals which are operated by Wanshan Port Company) on the other part. Since January 2010, Wanshan Port Company has been providing port and transportation agency services to HT Shipping. The Designated Terminals are operated by Wanshan Port Company which also provides similar services to ferries operated by independent ferry companies. The transactions contemplated under the 2020 Wanshan AM Fee Agreements are part of the ordinary and usual course of business of HT Shipping or Marine Tourism Company (as applicable) and it is believed that the transactions will facilitate the Group's expansion of market presence in the Wanshan region and bring a stable source of revenue to the Group.

The Directors (including the independent non-executive Directors) are of the view that the 2020 Wanshan AM Fee Agreements are on normal commercial terms or better and in the ordinary and usual course of business of the Group and the terms of the 2020 Wanshan AM Fee Agreements (including the expected aggregate annual cap for the transactions contemplated thereunder) are fair and reasonable and in the interests of the Company and its Shareholders as a whole.

LISTING RULES IMPLICATIONS

As explained in the sub-section headed “Principal terms of the 2020 Wanshan AM Fee Agreements – Parties” above, HT Shipping and Marine Tourism Company are members of the Group and Wanshan Port Company is a company in which ZJ Holdings (a substantial shareholder of the Company) is interested in 50% of its equity interest, hence Wanshan Port Company is an associate of ZJ Holdings and a connected person of the Company under Chapter 14A of the Listing Rules. The transactions as contemplated by the 2020 Wanshan AM Fee Agreements thus constitute CCTs for the Company under Chapter 14A of the Listing Rules.

As the relevant applicable ratios (as prescribed under Chapter 14 of the Listing Rules) for the expected annual cap in respect of the transactions contemplated under the 2020 Wanshan AM Fee Agreements for FY2020 are more than 0.1% and less than 5%, the transactions contemplated thereunder shall constitute non-exempt CCTs under Rule 14A.76(2) of the Listing Rules and are subject to the annual review and disclosure requirements but exempt from Shareholders’ approval requirement under Chapter 14A of the Listing Rules.

Since Mr. Huang Xin, Mr. Jin Tao, Mr. Ye Yuhong (all being executive Directors) and Mr. Zou Chaoyong (being a non-executive Director) are also directors of ZJ Holdings, and Mr. Li Wenjun (being an executive Director) is the deputy general manager of ZJ Holdings, they abstained from voting on the relevant board resolutions approving the 2020 Wanshan AM Fee Agreements and the transactions contemplated thereunder. Save as disclosed above, none of the Directors has a material interest in the 2020 Wanshan AM Fee Agreements nor has any of them is required to abstain or abstained from voting in respect of the relevant board resolutions.

GENERAL

The Company is an investment holding company. The principal activities of the Group consist of investment holding, the provision of port facilities in Zhuhai, the provision of ferry services between Zhuhai on the one part and Hong Kong and Shekou on the other part, the management of a holiday resort, a theme park and an amusement park, property development and the operation of a golf club, the provision of financial information services and internet financial information intermediary services and the trading and distribution of fuel oil, to form three major business segments, namely (1) 九洲藍色幹線 (Jiuzhou Blue Sea Jet*, maritime transportation) and 藍色海洋旅遊 (Blue Marine Tourism*); (2) green leisure tourism and composite real estate; and (3) public utilities and financial investments.

Wanshan Port Company is principally engaged in the provision of port facilities and water transportation agency services for ferry lines and operation of passenger-transport stations.

DEFINITIONS

In this announcement, the following expressions shall, unless the context otherwise requires, have the following meanings:

“2019 Wanshan AM Fee Agreements”	collectively, the 2019 Wanshan AM Fee Agreement (Wanshan Line), the 2019 Wanshan AM Fee Agreement (Hengqin Line) and the 2019 Wanshan AM Fee Agreement (Shenzhen Shekou Line)
“2019 Wanshan AM Fee Agreement (Hengqin Line)”	the agency transportation cum management fee agreement dated 24 December 2018 and entered into between HT Shipping and Wanshan Port Company in relation to the provision of certain port and transportation agency services by Wanshan Port Company to HT Shipping at the Designated Terminals (Hengqin Line) for a term of one year from 1 January 2019 up to 31 December 2019
“2019 Wanshan AM Fee Agreement (Wanshan Line)”	the agency transportation cum management fee agreement dated 24 December 2018 and entered into between HT Shipping and Wanshan Port Company in relation to the provision of certain port and transportation agency services by Wanshan Port Company to HT Shipping at the Designated Terminals (Wanshan Line) for a term of one year from 1 January 2019 up to 31 December 2019
“2019 Wanshan AM Fee Agreement (Shenzhen Shekou Line)”	the agency transportation cum management fee agreement dated 24 December 2018 and entered into between HT Shipping and Wanshan Port Company in relation to the provision of certain port and transportation agency services by Wanshan Port Company to HT Shipping at the Designated Terminals (Shenzhen Shekou Line) for a term of one year from 1 January 2019 up to 31 December 2019
“2020 HT-Wanshan AM Fee Agreements”	collectively, the 2020 HT-Wanshan AM Fee Agreement (Hengqin Line), the 2020 HT-Wanshan AM Fee Agreement (Wanshan Line) and the 2020 HT-Wanshan AM Fee Agreement (Shenzhen Shekou Line)
“2020 HT-Wanshan AM Fee Agreement (Hengqin Line)”	the agency transportation cum management fee agreement dated 27 December 2019 and entered into between HT Shipping and Wanshan Port Company in relation to the provision of certain port and transportation agency services by Wanshan Port Company to HT Shipping at the Designated Terminals (Hengqin Line) for a term of one year from 1 January 2020 up to 31 December 2020

“2020 HT-Wanshan AM Fee Agreement (Wanshan Line)”	the agency transportation cum management fee agreement dated 27 December 2019 and entered into between HT Shipping and Wanshan Port Company in relation to the provision of certain port and transportation agency services by Wanshan Port Company to HT Shipping at the Designated Terminals (Wanshan Line) for a term of one year from 1 January 2020 up to 31 December 2020
“2020 HT-Wanshan AM Fee Agreement (Shenzhen Shekou Line)”	the agency transportation cum management fee agreement dated 27 December 2019 and entered into between HT Shipping and Wanshan Port Company in relation to the provision of certain port and transportation agency services by Wanshan Port Company to HT Shipping at the Designated Terminals (Shenzhen Shekou Line) for a term of one year from 1 January 2020 up to 31 December 2020
“2020 Marine Tourism-Wanshan AM Fee Agreement”	the agency transportation cum management fee agreement dated 27 December 2019 and entered into between Marine Tourism Company and Wanshan Port Company in relation to the provision of certain port and transportation agency services by Wanshan Port Company to Marine Tourism Company at the Designated Terminal (Xiangzhou Line) for a term of one year from 1 January 2020 up to 31 December 2020
“2020 Wanshan AM Fee Agreements”	collectively, the 2020 HT-Wanshan AM Fee Agreements and 2020 Marine Tourism-Wanshan AM Fee Agreement
“Board”	the board of Directors
“CCT(s)”	continuing connected transaction(s), having such meaning as ascribed to such term under the Listing Rules
“Company”	Zhuhai Holdings Investment Group Limited, a company incorporated in Bermuda with limited liability whose Shares are listed on the Stock Exchange
“Designated Terminals”	collectively, Designated Terminals (Wanshan Line), Designated Terminals (Hengqin Line), Designated Terminals (Shenzhen Shekou Line) and Designated Terminal (Xiangzhou Line)
“Designated Terminals (Hengqin Line)”	the designated terminals of Hengqin line as referred to in the paragraph headed “Principal terms of the 2020 Wanshan AM Fee Agreements – Services provided and payment terms” under the section headed “2020 Wanshan AM Fee Agreements”

“Designated Terminals (Wanshan Line)”	the designated terminals of Wanshan line as referred to in the paragraph headed “Principal terms of the 2020 Wanshan AM Fee Agreements – Services provided and payment terms” under the section headed “2020 Wanshan AM Fee Agreements”
“Designated Terminals (Shenzhen Shekou Line)”	the designated terminals of Shenzhen Shekou line as referred to in the paragraph headed “Principal terms of the 2020 Wanshan AM Fee Agreements – Services provided and payment terms” under the section headed “2020 Wanshan AM Fee Agreements”
“Designated Terminal (Xiangzhou Line)”	the designated terminal of Xiangzhou line as referred to in the paragraph headed “Principal terms of the 2020 Wanshan AM Fee Agreements – Services provided and payment terms” under the section headed “2020 Wanshan AM Fee Agreements”
“Director(s)”	the director(s) of the Company
“Ferry Company”	珠海高速客輪有限公司 (Zhuhai High-speed Passenger Ferry Co., Ltd.*), a connected subsidiary of the Company incorporated as a sino-foreign equity joint venture enterprise under the PRC law
“FY”	a financial year of the Company ended or ending 31 December
“Group”	the Company and its subsidiaries
“HZMB”	Hong Kong – Zhuhai – Macau Bridge (港珠澳大橋)
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“HT Shipping”	珠海經濟特區海通船務有限公司 (Zhuhai S.E.Z. Haitong Shipping Co., Ltd.*), a connected subsidiary of the Company established as a domestic enterprise under the PRC law
“Independent Third Party”	third party(ies) who and whose ultimate beneficial owners are third parties independent of the Company and connected persons of the Company
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange

“Marine Tourism Company”	珠海市環珠澳海上觀光有限公司 (Zhuhai City Zhuhai-Macau Marine Tourism Co., Ltd*), a connected subsidiary of the Company established as a domestic enterprise under the PRC law
“PRC”	People’s Republic of China which, for the purpose of this announcement, excludes Hong Kong, Macau Special Administrative Region of the PRC and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	ordinary share(s) of HK\$0.10 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Wanshan Port Company”	珠海市萬山區港務有限公司 (Zhuhai Wanshan Port Co., Ltd.*), a 50% owned-company of ZJ Holdings established as a domestic enterprise under the PRC law
“ZJ Holdings”	珠海九洲控股集團有限公司 (Zhuhai Jiuzhou Holdings Group Co., Ltd.*), a State-owned enterprise established in the PRC and a substantial shareholder of the Company
“%”	per cent

In this announcement, the terms “associate”, “connected person”, “connected subsidiary”, “subsidiary” and “substantial shareholder” have the meanings given to such terms in the Listing Rules, unless the context otherwise requires.

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

Hong Kong, 27 December 2019

As at the date of this announcement, the Board comprises Mr. Huang Xin, Mr. Jin Tao, Mr. Ye Yuhong and Mr. Li Wenjun as executive Directors; Datuk Wira Lim Hock Guan (Mr. Lim Seng Lee as his alternate), Mr. Kwok Hoi Hing (Mr. Zhu Minming as his alternate) and Mr. Zou Chaoyong as non-executive Directors; and Mr. Hui Chiu Chung, Mr. Chu Yu Lin, David, Mr. Albert Ho and Mr. Wang Yijiang as independent non-executive Directors.

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