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## **ROAD KING INFRASTRUCTURE LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 1098)**

### **SUPPLEMENTAL ANNOUNCEMENT MAJOR TRANSACTION ACQUISITION OF 39.77% EQUITY INTERESTS IN AN INDONESIAN COMPANY WHICH OPERATES THE SB EXPRESSWAY DELAY IN DESPATCH OF CIRCULAR**

We refer to the announcement (the “**Announcement**”) of the Company dated 27 September 2022. Unless otherwise defined, capitalised terms used herein shall have the same meaning as those defined in the Announcement.

On 26 October 2022, the parties to the conditional sale and purchase agreement dated 27 September 2022 (the “**Original SPA**”) entered into the conditional sale and purchase agreement (the “**Conditional SPA**”) by which the Original SPA was amended and restated.

#### **THE AMENDMENT**

All material terms of the Conditional SPA are identical to the Original SPA except for provisions that provide for the payment mechanics of WTR’s payment for exercise of the Call Options and acquisition of the Remaining SMI Shares, the agreement between the Parties on which was a condition precedent to Completion as disclosed in paragraph (a) under “Details of the Acquisition – Conditions precedent” of the Announcement.

The payment mechanics were agreed by the Parties after taking into account the logistics for the release by JTT and LMJ of their first right of refusal over the Sale Shares (being a condition precedent as disclosed in paragraph (c) under “Details of the Acquisition – Conditions precedent” of the Announcement) after exercise of the Call Options and before Completion.

According to the Conditional SPA, the consideration of about IDR3,823.4 billion (approximately HK\$1,981.0 million) is payable as follows:

- (a) IDR3,629.5 billion (approximately HK\$1,880.6 million), being the price payable by WTR for exercise of the Call Options and acquisition of the Remaining SMI Shares, payable by Kings Bless to WTR 5 business days after satisfaction or waiver of all conditions precedent (except the conditions precedent (b), (c) and (j) as described in the Announcement which are to be satisfied or waived by Completion) (the “**First Payment**”) against the delivery of a share pledge over the Sale Shares by WTR in favour of Kings Bless to secure WTR’s obligation to refund the First Payment if Completion does not take place on or before the Long Stop Date; and
- (b) IDR193.9 billion (approximately HK\$100.4 million) payable by Kings Bless to WTR on Completion.

### **DELAY IN DESPATCH OF CIRCULAR**

In light of the above amendment and to allow additional time for Kings Bless, JTT and LMJ to settle the terms of amendment to the Deed of Shareholders Agreement (being a condition precedent as disclosed in paragraph (h) under “Details of the Acquisition – Conditions precedent” of the Announcement), the Company requires additional time to finalise the content of the circular to the Shareholders which is expected to be despatched on or about 14 November 2022.

*Note: For the purpose of this supplemental announcement and for illustrative purpose only, IDR is converted into HK\$ at the rate of IDR1,930:HK\$1. The same exchange rate was applied in the Announcement. No representation is made that any amounts in IDR and/or HK\$ has been or could be converted at the above rates or at any other rates.*

By Order of the Board  
**Road King Infrastructure Limited**  
**Zen Wei Peu, Derek**  
Chairman

Hong Kong, 26 October 2022

*As at the date of this announcement, the Board comprises Messrs. Zen Wei Peu, Derek, Ko Yuk Bing, Fong Shiu Leung, Keter and Ng Fun Hung, Thomas as Executive Directors, Ms. Cai Xun and Mr. Xu Enli as Non-executive Directors and Messrs. Lau Sai Yung, Tse Chee On, Raymond, Wong Wai Ho and Ms. Hui Grace Suk Han as Independent Non-executive Directors.*