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## **HONG KONG INTERNATIONAL CONSTRUCTION INVESTMENT MANAGEMENT GROUP CO., LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 687)**

### **WAIVERS UNDER RULES 14A.37 AND 14A.46(2) OF THE LISTING RULES AND DELAY IN DESPATCH OF CIRCULAR**

Reference is made to the announcement published by Hong Kong International Construction Investment Management Group Co., Limited (the “**Company**”) dated 6 July 2017 (the “**Announcement**”) in relation to, amongst other things, the Project Development Agreements and the New Master Agreement. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

### **WAIVER UNDER RULE 14A.37 OF THE LISTING RULES**

An application has been made by the Company to the Stock Exchange for a waiver pursuant to Rule 14A.37 of the Listing Rules (“**Rule 14A.37 Waiver**”) to accept the written approval from HNA Finance I in lieu of the requirement to hold a general meeting to consider the New Master Agreement, the Continuing Connected Transactions and the Annual Caps contemplated thereunder on the basis that: (i) to the best of the knowledge, information and beliefs of the Directors, no Shareholder or their associates has any material interest in the New Master Agreement and therefore no Shareholder is required under the Listing Rules to abstain from voting if the Company were to convene a general meeting for the approval of the New Master Agreement, the Continuing Connected Transactions and the Annual Caps; and (ii) the Company has obtained the written approval for the New Master Agreement,

the Continuing Connected Transactions and the Annual Caps by HNA Finance I (which as at the date of this announcement is interested in 2,540,222,144 Shares, representing approximately 74.66% of the issued Shares). The Stock Exchange has granted the Rule 14A.37 Waiver to the Company on 24 July 2017.

## **DELAY IN DESPATCH OF CIRCULAR**

As disclosed in the Announcement, a circular containing, among other things, (i) further details of the Project Development Agreements; (ii) further details of the New Master Agreement; (iii) a letter from the Independent Board Committee containing its recommendations to the Independent Shareholders; (iv) a letter of advice from the Independent Financial Adviser containing its advice to the Independent Board Committee and the Independent Shareholders; and (v) the notice of the SGM, was expected to be despatched to Shareholders on or about 27 July 2017.

It is expected that additional time is required for the Company to prepare and finalise the Circular and for the Independent Financial Adviser to prepare and finalise a letter of advice to the Independent Board Committee and the Independent Shareholders for inclusion in the Circular. An application has been made by the Company to the Stock Exchange for a waiver pursuant to Rule 14A.46(2) of the Listing Rules (“**Rule 14A.46(2) Waiver**”) from compliance with the requirement to send a circular to its shareholders within 15 business days after the publication of the announcement, and to allow an extension of time for the despatch of the Circular to a date on or before 11 August 2017. The Stock Exchange has granted Rule 14A.46(2) Waiver to the Company on 26 July 2017.

By order of the board of  
**HONG KONG INTERNATIONAL  
CONSTRUCTION INVESTMENT  
MANAGEMENT GROUP CO., LIMITED**  
**Huang Qijun**  
*Chairman*

Hong Kong, 27 July 2017

*As at the date of this announcement, the executive Directors are Mr. Huang Qijun, Mr. Zhao Quan, Mr. Fung Chiu Chak, Victor, Mr. Liu Junchun, Mr. Mu Xianyi and Mr. Wong Tai Lun Kenneth; the non-executive Directors are Mr. Tang King Shing and Mr. Tang Kit; and the independent non-executive Directors are Mr. Fan Chor Ho, Mr. Tse Man Bun, Mr. Lung Chee Ming, George, Mr. Li Kit Chee and Mr. Leung Kai Cheung.*

*Company website: [www.hkicimgroup.com](http://www.hkicimgroup.com)*