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Hutchison Whampoa Limited
和記黃埔有限公司

(Incorporated in Hong Kong with limited liability)
(Stock Code: 0013)

MERGER PROPOSAL

CLOSURE OF REGISTER OF MEMBERS FOR DETERMINING ENTITLEMENT TO ATTEND AND VOTE AT THE COURT MEETING AND THE GENERAL MEETING

1. INTRODUCTION

Reference is made to the announcement jointly published by Cheung Kong (Holdings) Limited and Hutchison Whampoa Limited (the “Company”) dated 9 January 2015 (the “Announcement”) in relation to the Cheung Kong Reorganisation Proposal, the Merger Proposal and the Spin-off Proposal. Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

2. COURT MEETING AND GENERAL MEETING

As mentioned in the Announcement, a court meeting (the “Court Meeting”) of the Hutchison Scheme Shareholders will be convened at the direction of the Court for the purpose of considering and, if thought fit, approving the Hutchison Scheme. A general meeting (the “General Meeting”) of the Company will be convened to be held following the Court Meeting, for the purpose of considering and, if thought fit, passing, among others, (i) a special resolution to approve the Hutchison Scheme and the implementation of the Hutchison Scheme, including the reduction and restoration of the issued share capital of the Company under the Hutchison Proposal and (ii) an ordinary resolution to approve the Husky Share Exchange (as a special deal under Rule 25 of the Takeovers Code in relation to the Hutchison Proposal).

It is currently expected that the Court Meeting will be held at 2:00 p.m. on Monday, 20 April 2015 and the General Meeting will be held at 2:30 p.m. on the same day or as soon thereafter as the Court Meeting shall have been concluded or adjourned.

3. CLOSURE OF THE REGISTER OF MEMBERS OF THE COMPANY FOR DETERMINING THE ENTITLEMENT TO ATTEND AND VOTE AT THE COURT MEETING AND THE GENERAL MEETING

On the basis that the Court Meeting and the General Meeting are expected to be held on Monday, 20 April 2015, the register of members of the Company will be closed from Wednesday, 15 April 2015 to Monday, 20 April 2015 (both days inclusive) for the purpose of determining the entitlement of Hutchison Scheme Shareholders to attend and vote at the Court Meeting and Hutchison Shareholders to attend and vote at the General Meeting. For the avoidance of doubt, this period of closure is not for determining the entitlements of Hutchison Scheme Shareholders to the CKH Holdings Shares under the Hutchison Scheme.

During such period of closure of the register of members, no transfers of Hutchison Shares will be registered. In order to qualify to attend and vote at the Court Meeting and the General Meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company's share registrar, Computershare Hong Kong Investor Services Limited, at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Tuesday, 14 April 2015.

An announcement will be made by the Company in relation to the results of the Court Meeting and the General Meeting, and if all the resolutions are passed at those meetings, further announcement(s) will be made in relation to, among other things, the results of the Court hearing of the petition to sanction the Hutchison Scheme, the effective date of the Hutchison Scheme and the date of withdrawal of the listing of Hutchison Shares on the Stock Exchange.

4. GENERAL

Shareholders and holders of other securities of the Company and potential investors in the securities of the Company should note that the Merger Proposal, the Spin-off Proposal and all transactions thereunder are subject to, among other things, compliance with applicable legal and regulatory requirements, including the requirements for approval by shareholders of the companies concerned at general meeting(s), sanction by the Court and approval of the Stock Exchange and/or other regulators. Accordingly, there is no certainty as to whether, and if so when, any such proposed transactions will proceed and/or will become effective.

Shareholders and holders of other securities of the Company, and potential investors in the securities of the Company, should exercise caution when dealing in the shares or other securities of the Company. Any person who is in doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional adviser(s).

By order of the Board

Edith Shih

Company Secretary

Hong Kong, 27 March 2015

As at the date of this announcement, the directors of the Company (the “Directors”) are:

Executive Directors:

Mr LI Ka-shing (*Chairman*)
Mr LI Tzar Kuoi, Victor (*Deputy Chairman*)
Mr FOK Kin Ning, Canning
Mrs CHOW WOO Mo Fong, Susan
Mr Frank John SIXT
Mr LAI Kai Ming, Dominic
Mr KAM Hing Lam

Independent Non-executive Directors:

Mr CHENG Hoi Chuen, Vincent
The Hon Sir Michael David KADOORIE
Ms LEE Wai Mun, Rose
Mr William Elkin MOCATTA
(Alternate to The Hon Sir Michael David Kadoorie)
Mr William SHURNIAK
Mr WONG Chung Hin

Non-executive Directors:

Mr LEE Yeh Kwong, Charles
Mr George Colin MAGNUS

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement 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 statement in this announcement misleading.