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## **CHINA MOTOR BUS COMPANY, LIMITED**

*(Incorporated in Hong Kong with limited liability)*

**(Stock code: 026)**

### **DISCLOSURE PURSUANT TO RULES 13.13 and 13.16 OF THE LISTING RULES**

The Board would like to disclose details of advance to entity and financial assistance to its affiliated company in accordance with Rules 13.13 and 13.16 of the Listing Rules.

Reference is made to the announcement dated 15 April 2013 and the circular dated 16 May 2013 (the “**Circular**”) of China Motor Bus Company, Limited (the “**Company**”; and collectively with its subsidiaries, the “**Group**”) in relation to the possible provision by the Group of a financial assistance to Hareton Limited (“**Hareton**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as defined in the Circular.

Hareton is a joint venture company owned as to 50% by each of Heartwell Limited (“**Heartwell**”), which is a direct wholly owned subsidiary of the Company, and Swire Properties Limited (“**Swire Properties**”). Hareton constitutes an affiliated company of the Company within the meaning of the Listing Rules. As mentioned in the Circular, the Company had sought to obtain the approval of the Shareholders to provide a possible financial assistance in the form of advancing a loan of not more than HK\$1,800 million to Hareton based on terms set out in the Circular to fund its payment of the re-assessed Lease Modification Premium that may be offered by the Lands Department for the Lease Modification and accepted by both the Group and Swire Properties, and other development costs.

The grant of such financial assistance was approved by the Shareholders on 7 June 2013.

On 13 January 2014, the Lands Department offered Hareton a re-assessed Lease Modification Premium of HK\$1,069,730,000. Both the Group and Swire Properties have agreed to accept the re-assessed Lease Modification Premium which shall be paid by Hareton on or before 28 April 2014.

Pursuant to the aforesaid financial assistance approved by the Shareholders on 7 June 2013, Heartwell entered into an agreement with Swire Properties and Hareton to provide financial assistance in the form of advancing loans to Hareton upon request, which shall, in accordance with the Shareholders’ approval, be for a total amount of not exceeding HK\$1,800 million (the “**Loan Facility**”) for the purpose of funding the payment of 50% of the re-assessed Lease Modification Premium and other development costs of the Site. Loans will be drawn down by Hareton pursuant to the Loan Facility as and when it is necessary for its property development project.

As at the date hereof, the loan advanced by the Group to Hareton amounts to HK\$740,272,000 which exceeds 8% under the assets ratio as defined under Rule 14.07(1) of the Listing Rules, and the aggregate of all financial assistance given by the Group to its affiliated companies (including the Loan Facility available for Hareton to utilise), amounts to HK\$2,345,257,000, which exceeds 8% under the assets ratio as defined under Rule 14.07(1) of the Listing Rules. Details of all such financial assistance are as set out below:

## FINANCIAL ASSISTANCE AND ADVANCES TO AFFILIATED COMPANIES

Name of Affiliated Company	Group's attributable interest	Amount of Unutilised Loan Facility (A)	Amount of advances made by the Group under the Loan Facility (B)	Amount of other advances made by the Group (C)	Total financial assistance given by the Group (A)+(B)+(C)
		<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
Hareton	50%	1,265,135	534,865	205,407	2,005,407
Island Land Development Ltd	50%	N/A	N/A	339,850	339,850

The financial assistance and other advances mentioned in the above are and will be unsecured, interest free and having no fixed repayment term. They were and will be funded from internal resources and the cash deposits of the Group.

There was no committed capital injection to affiliated companies.

By Order of the Board  
**China Motor Bus Company, Limited**  
**Kwok Pun Tak**  
*Company Secretary*

Hong Kong, 24 April 2014

*As at the date of this announcement, the Board of Directors of the Company comprises Ngan Kit-ling, Dr. Ngan Kit-keung, Dr. Henry Ngan, Dr. Liu Lit-mo\*, Fritz Helmreich, Anthony Grahame Stott\*, Tse Yiu-wah\* and Stephen Tan\*.*

*\*Independent non-executive director*