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MTR CORPORATION LIMITED

香港鐵路有限公司

(the 'Company')

(Incorporated in Hong Kong with limited liability)

(Stock Code: 66)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Company announces the following appointments:

- (1) with effect from 4 July 2013, Professor Ma Si Hang, Frederick has been appointed as an independent non-executive Director ('INED') of the Company;
- (2) with effect from 4 July 2013, Ms. Wong Shui (also known as Mrs. Chan Wong Shui, Pamela) has been appointed as an INED of the Company; and
- (3) with effect from 4 July 2013, Dr. Yuen Tak Fai, Dorothy (also known as Dr. Chan Yuen Tak Fai, Dorothy) has been appointed as an INED of the Company.

Professor Ma Si Hang, Frederick

The Company announces that with effect from 4 July 2013, Professor Ma Si Hang, Frederick has been appointed as an INED of the Company.

Professor Ma, aged 61, has extensive experience in banking and financial sector. He is currently an independent non-executive director and the chairman of the audit committee of Agricultural Bank of China Limited and Aluminum Corporation of China Limited, and an independent non-executive director of China Resources Land Limited and Hutchison Port Holdings Management Pte. Limited. Professor Ma is also a director of Husky Energy Inc., a non-executive director of COFCO Corporation and China Mobile Communications Corporation.

Professor Ma was appointed as a member of the International Advisory Council of China Investment Corporation in July 2009. In January 2013, he was

appointed as a member of the Global Advisory Council of the Bank of America. Professor Ma was appointed as an Honorary Professor of the School of Economics and Finance at the University of Hong Kong ('HKU') in October 2008 and as a Professor of Finance Practice of the Institute of Advanced Executive Education at the Hong Kong Polytechnic University in July 2012.

Professor Ma was previously the Secretary for Financial Services and the Treasury of the Government (the 'Government') of the Hong Kong Special Administrative Region (the 'HKSAR') and a Non-executive Director of the Company from 2002 to 2007. He held the position of the Secretary for Commerce and Economic Development of the Government of the HKSAR from 2007 to July 2008.

Professor Ma received a Bachelor of Arts (Honours) degree majoring in economics and history from HKU. He was awarded the Gold Bauhinia Star medal in 2009 and was appointed a Justice of the Peace in 2010.

Professor Ma has entered into a service contract with the Company. His term as an INED of the Company commenced on 4 July 2013 and under the Company's Articles of Association, he is to retire (and is then eligible for election) at the Company's 2014 Annual General Meeting. As a Director of the Company, Professor Ma will receive from the Company an annual emolument of HK\$300,000, as specified in his service contract and determined by the Board of Directors of the Company.

Save as disclosed above and as at the date of this announcement, Professor Ma has not held any directorships in the last three years in other public companies the securities of which are listed on any securities market in Hong Kong or overseas, does not hold any other position with the Company or its subsidiaries, and is not related to any Directors, senior management or substantial or controlling shareholders of the Company.

As at the date of this announcement, Professor Ma is not interested in any shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance ('SFO') as recorded in the register required to be kept under section 352 of the SFO or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the 'Stock Exchange') pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the 'Model Code').

Professor Ma has confirmed that he meets the independence criteria set out in Rule 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the 'Listing Rules').

In respect of Professor Ma's appointment, there is no other information which is disclosable pursuant to any of the requirements of the provisions of Rules 13.51(2)(h) to (v) of the Listing Rules, and there is no other matter relating to his

appointment, other than as stated above, that need to be brought to the attention of the holders of securities of the Company.

Ms. Wong Shui

The Company announces that with effect from 4 July 2013, Ms. Wong Shui (also known as Mrs. Chan Wong Shui, Pamela) has been appointed as an INED of the Company.

Ms. Wong, aged 66, is chairman of Hong Kong Deposit Protection Board, deputy chairman of the Hong Kong Baptist University Council, a member of the Law Reform Commission, the HKSAR Government Scholarship Fund Steering Committee and the executive committee of the Boys' and Girls' Clubs Association of Hong Kong, as well as an independent director of the Travel Industry Council of Hong Kong. She has been serving on the board of Community Chest of Hong Kong since 1995, and is currently its vice-patron. Ms. Wong is also currently patron of Consumers International.

Ms. Wong graduated from the Chinese University of Hong Kong ('CUHK'), and is an Honorary Fellow of CUHK. She also has an LLB degree from Peking University.

Ms. Wong has entered into a service contract with the Company. Her term as an INED of the Company commenced on 4 July 2013 and under the Company's Articles of Association, she is to retire (and is then eligible for election) at the Company's 2014 Annual General Meeting. As a Director of the Company, Ms. Wong will receive from the Company an annual emolument of HK\$300,000, as specified in her service contract and determined by the Board of Directors of the Company.

Save as disclosed above and as at the date of this announcement, Ms. Wong has not held any directorships in the last three years in other public companies the securities of which are listed on any securities market in Hong Kong or overseas, does not hold any other position with the Company or its subsidiaries, and is not related to any Directors, senior management or substantial or controlling shareholders of the Company.

As at the date of this announcement, Ms. Wong is interested in 2,791 shares of the Company within the meaning of Part XV of the SFO as recorded in the register required to be kept under section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

Ms. Wong has confirmed that she meets the independence criteria set out in Rule 3.13 of the Listing Rules.

In respect of Ms. Wong's appointment, there is no other information which is disclosable pursuant to any of the requirements of the provisions of Rules 13.51(2)(h) to (v) of the Listing Rules, and there is no other matter relating to

her appointment, other than as stated above, that need to be brought to the attention of the holders of securities of the Company.

Dr. Yuen Tak Fai, Dorothy

The Company announces that with effect from 4 July 2013, Dr. Yuen Tak Fai, Dorothy (also known as Dr. Chan Yuen Tak Fai, Dorothy) has been appointed as an INED of the Company.

Dr. Yuen, aged 63, is currently the deputy director (Administration and Resources) of School of Professional and Continuing Education, HKU, Head of Centre for Logistics & Transport and advisor of Centre for International Degree Programmes.

Dr. Yuen became the International President of the Chartered Institute of Logistics and Transport (the 'CILT') in January 2013. She is also an independent non-executive director of AMS Public Transport Holdings Limited.

Dr. Yuen is a member of the Social Welfare Advisory Committee of the Government, a member of the Advisory Council on Environment of the Government and a board member of the Hong Kong R & D Centre for Logistics and Supply Chain Management Enabling Technologies Limited. She is also an advisor to the Serco Group and its Road Tunnel and Bridge Advisory Board and the Board of Governors of the Hong Kong Institute for Public Administration.

Dr. Yuen was previously the Deputy Commissioner for Transport of the Government from 1995 to 2002. From 2000 to 2002, she was the Alternate Director to the office of the Commissioner for Transport, a Non-executive Director of the Company.

Dr. Yuen is a Fellow of the CILT. She obtained her Bachelor of Social Sciences degree, a Master of Social Sciences degree in Public Administration and a Doctor of Philosophy degree from HKU.

Dr. Yuen has entered into a service contract with the Company. Her term as an INED of the Company commenced on 4 July 2013 and under the Company's Articles of Association, she is to retire (and is then eligible for election) at the Company's 2014 Annual General Meeting. As a Director of the Company, Dr. Yuen will receive from the Company an annual emolument of HK\$300,000, as specified in her service contract and determined by the Board of Directors of the Company.

Save as disclosed above and as at the date of this announcement, Dr. Yuen has not held any directorships in the last three years in other public companies the securities of which are listed on any securities market in Hong Kong or overseas, does not hold any other position with the Company or its subsidiaries, and is not related to any Directors, senior management or substantial or controlling shareholders of the Company.

As at the date of this announcement, Dr. Yuen is not interested in any shares of the Company within the meaning of Part XV of the SFO as recorded in the register required to be kept under section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

Dr. Yuen has confirmed that she meets the independence criteria set out in Rule 3.13 of the Listing Rules.

In respect of Dr. Yuen's appointment, there is no other information which is disclosable pursuant to any of the requirements of the provisions of Rules 13.51(2)(h) to (v) of the Listing Rules, and there is no other matter relating to her appointment, other than as stated above, that need to be brought to the attention of the holders of securities of the Company.

By Order of the Board
Gillian Elizabeth Meller
Company Secretary

Hong Kong, 4 July 2013

As at the date of this announcement:

Members of the Board: Dr. Raymond Ch'ien Kuo-fung (*Chairman*)**, Jay Herbert Walder (*Chief Executive Officer*), Pamela Chan Wong Shui*, Dr. Dorothy Chan Yuen Tak-fai*, Vincent Cheng Hoi-chuen*, Christine Fang Meng-sang*, Edward Ho Sing-tin*, Professor Frederick Ma Si-hang*, Alasdair George Morrison*, Ng Leung-sing*, Abraham Shek Lai-him*, T. Brian Stevenson*, Professor Chan Ka-keung, Ceajer (Secretary for Financial Services and the Treasury)**, Secretary for Transport and Housing (Professor Anthony Cheung Bing-leung)** and Commissioner for Transport (Ingrid Yeung Ho Poyan)**

Members of the Executive Directorate: Jay Herbert Walder, Lincoln Leong Kwok-ken, Morris Cheung Siu-wa, Chew Tai Chong, Jacob Kam Chak-pui, Stephen Law Cheuk-kin, Gillian Elizabeth Meller, David Tang Chi-fai and Jeny Yeung Mei-chun

* *independent non-executive Director*

** *non-executive Director*

This announcement is made in English and Chinese. In case of any inconsistency, the English version shall prevail.