

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**GUANGDONG INVESTMENT LIMITED**  
**(粵海投資有限公司)**

*(Incorporated in Hong Kong with limited liability)*  
(Stock Code: 0270)

## **CONNECTED TRANSACTION**

### **ACQUISITION OF THE TARGET COMPANY**

Reference is made to the joint announcement of Guangdong Investment Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) and Guangdong Land Holdings Limited (“**GDL**”, a direct non-wholly owned subsidiary of the Company) dated 27 April 2018 in respect of the entering into of the Agreement by the Purchaser with the Vendors, pursuant to which the Purchaser has conditionally agreed to (i) acquire from the Vendors the entire equity interest in the Target Company; and (ii) procure the Target Company to repay the Outstanding Loans after Completion. Unless otherwise defined, terms and expressions as defined in the said joint announcement shall have the same meanings when used herein.

After considering, amongst others, the Letter from the Independent Financial Adviser contained in the circular of GDL dated 18 May 2018 in respect of the Acquisition, the independent non-executive Directors of the Company are of the view that the terms and conditions of the Acquisition are fair and reasonable, on normal commercial terms and in the ordinary and usual course of business of the Group, and are in the interests of the Company and its shareholders as a whole.

By Order of the Board  
**HUANG Xiaofeng**  
*Chairman*

Hong Kong, 18 May 2018

*As at the date of this announcement, the Board of the Company comprises four Executive Directors, namely, Mr. HUANG Xiaofeng, Mr. WEN Yinheng, Mrs. HO LAM Lai Ping, Theresa and Mr. TSANG Hon Nam; five Non-Executive Directors, namely, Mr. CAI Yong, Mr. ZHANG Hui, Ms. ZHAO Chunxiao, Mr. LAN Runing and Mr. LI Wai Keung; and five Independent Non-Executive Directors, namely, Dr. CHAN Cho Chak, John, Dr. the Honourable LI Kwok Po, David, Mr. FUNG, Daniel R., Dr. the Honourable CHENG Mo Chi, Moses and Mr. WU Ting Yuk, Anthony.*