



## HUTCHISON WHAMPOA LIMITED

和記黃埔有限公司

(incorporated in Hong Kong with limited liability)  
(Stock Code: 013)



## Hutchison Telecom

## HUTCHISON TELECOMMUNICATIONS

INTERNATIONAL LIMITED

和記電訊國際有限公司  
(incorporated in the Cayman Islands with limited liability)  
(Stock Code: 2332)

### JOINT ANNOUNCEMENT CONNECTED TRANSACTIONS

The HWL Board announces that on 30 September 2005, HWL entered into the Second SBLC Deed of Amendment agreeing to extend the final maturity date of the SBLC Facility granted to ETH which is supported by the HWL Guarantee from 30 September 2005 to 31 October 2005.

The Indemnity granted by HT (BVI), a wholly owned subsidiary of HTIL, under the Supplemental Pass Through Agreement dated 30 June 2005 covers any claims against and liabilities of HWL arising from the HWL Guarantee.

ETH is a connected person of HWL and of HTIL by virtue of being a substantial shareholder of Hutchison Essar, a non wholly owned subsidiary of both HWL and HTIL.

The further extension of the HWL Guarantee by HWL constitutes a connected transaction for HWL under Listing Rule 14A.13 which is only subject to the reporting and announcement requirements under Listing Rule 14A.66.

The HTIL Board also announces additional information relating to the BPL Companies Acquisition and the Spacetel Acquisition by Hutchison Essar.

Reference is made to the joint announcement dated 30 June 2005 made by HWL and HTIL in relation to the SBLC Facility granted to ETH (the “**ETH SBLC Announcement**”) and the announcement dated 26 September 2005 made by HTIL in relation to, among other things, the BPL Mumbai Acquisition and the Spacetel Acquisition by Hutchison Essar (the “**Acquisition Announcement**”). Unless the context otherwise requires, terms defined in the ETH SBLC Announcement and the Acquisition Announcement shall have the same respective meanings when used in this announcement.

#### AMENDMENT OF THE SBLC FACILITY AGREEMENT

On 30 September 2005, ETH entered into a deed of amendment (the “**Second SBLC Deed of Amendment**”) agreeing to a further extension of the Original Facility provided by the Lenders which are financial institutions independent of HWL and HTIL. The SBLC Issuer, the Participants and HWL have agreed to extend the final maturity date of the SBLC Facility from 30 September 2005 to 31 October 2005.

#### Second SBLC Deed of Amendment relating to the SBLC Facility

Date: 30 September 2005

Parties: (1) ETH as SBLC applicant  
(2) SBLC Issuer  
(3) the Participants  
(4) HWL as guarantor

Facility: US\$260 million (or approximately HK\$2,028 million) standby letter of credit facility

Guarantor's consent: HWL consents as guarantor to the extension of the final maturity date of the SBLC Facility from 30 September 2005 to 31 October 2005 so as to enable the expiry date of the SBLC to be extended to 31 October 2005.

The HWL Group is entitled to continue to receive a fee at a normal commercial rate for provision of the HWL Guarantee.

As disclosed in the ETH SBLC Announcement, HWL and HT (BVI) agreed, subject to obtaining HTIL independent shareholders' approval, if required, to extend the Indemnity granted under the ETH Pass Through Agreement to cover the HWL Guarantee provided in relation to the SBLC Facility. Such Indemnity covers any claims against and liabilities of HWL arising from the HWL Guarantee as extended above.

#### REASONS FOR ENTERING INTO THE CONNECTED TRANSACTIONS

The parties have agreed to further extend the HWL Guarantee in recognition of the various initiatives continued to be undertaken by ETH on behalf of Hutchison Essar which are for the benefit of HWL and of HTIL. Accordingly, the HWL Board, including the Independent Non-executive Directors, considers that the Second SBLC Deed of Amendment is entered into in the ordinary and usual course of business of HWL and the terms as contained therein are normal commercial terms, which were arrived at after arm's length negotiations between the parties, and are fair and reasonable and in the interests of HWL and its shareholders taken as a whole.

#### ADDITIONAL INFORMATION RELATING TO THE BPL MUMBAI ACQUISITION AND SPACETEL ACQUISITION

Since the BPL Announcement, HTIL has obtained from ETH for disclosure in this announcement information on its original purchase cost of the approximately 9.99% of the issued shares in BPL Mumbai and the entire issued share capital of Spacetel, being INR1,200 million (or approximately US\$27.3 million or HK\$212.9 million) and INR255 million (or approximately US\$5.8 million or HK\$45.2 million, equivalent to the consideration payable by Hutchison Essar for the Spacetel Acquisition) respectively.

#### GENERAL

The HWL Group operates and invests in five core businesses: ports and related services; property and hotels; retail and manufacturing; energy and infrastructure, finance and investments; and telecommunications.

The HTIL Group is a leading global provider of telecommunications services. The HTIL Group currently offers mobile and fixed-line telecommunications services in Hong Kong and operates or is rolling out mobile telecommunications services in Macau, India, Israel, Thailand, Sri Lanka, Ghana, Indonesia and Vietnam.

ETH is a connected person of HWL and of HTIL by virtue of being a substantial shareholder of Hutchison Essar, an indirect non wholly owned subsidiary of HWL and of HTIL.

The extension of the HWL Guarantee by HWL constitutes a connected transaction for HWL under Listing Rule 14A.13. As the aggregate amount of the financial assistance, the subject matter of the extension, represents less than 2.5% of the applicable percentage ratios of HWL, such connected transaction is, according to Rule 14A.66(2)(a), only subject to the reporting and announcement requirements set out in Listing Rules 14A.45 to 14A.47 for HWL and is exempt from the independent shareholders' approval requirement of Chapter 14A of the Listing Rules.

For the purpose of this announcement and for reference only, exchange rates of US\$1.00 to INR43.9 and HK\$7.80 to US\$1.00 are adopted.

As at the date of this announcement, the Directors of each of HWL and HTIL are:

#### HWL:

**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. George Colin MAGNUS  
Mr. KAM Hing Lam

**Non-executive Directors:**  
Mr. William SHURNIAK

#### Independent Non-executive Directors:

Mr. Michael David KADOORIE  
Mr. Holger KLUGE  
Mr. William Elkin MOCATTA  
(*Alternate to Mr. Michael David Kadoorie*)  
Mr. Simon MURRAY  
Mr. OR Ching Fai, Raymond  
Mr. WONG Chung Hin  
(*Also Alternate to Mr. Simon Murray*)

#### HTIL:

**Executive Directors:**  
Mr. Dennis Pok Man LUI  
Mr. Tim PENNINGTON  
Mr. CHAN Ting Yu  
Mr. WOO Chiu Man, Cliff  
Ms. NARDI, Kar Wai Agnes

**Non-executive Directors:**  
Mr. FOK Kin-ning, Canning  
(*Chairman*)  
Mrs. CHOW WOO Mo Fong, Susan  
Mr. Frank John SIXT

#### Independent Non-executive Directors:

Mr. KWAN Kai Cheong  
Mr. John W. STANTON  
Mr. Kevin WESTLEY

By Order of the Board  
**Hutchison Whamboa Limited**  
Edith Shih  
Company Secretary

By Order of the Board  
**Hutchison Telecommunications  
International Limited**  
Edith Shih  
Company Secretary

Hong Kong, 30 September 2005