



## CHEUNG KONG (HOLDINGS) LIMITED

(Incorporated in Hong Kong with limited liability)  
(Stock Code: 001)



## HUTCHISON WHAMPOA LIMITED

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

### JOINT ANNOUNCEMENT CONNECTED TRANSACTIONS

The respective Boards of CKH and HWL are pleased to announce that HWPC, a wholly foreign-owned enterprise owned 50/50 by their respective indirect subsidiaries, Carton and Bruckner, was successful in November 2004 in the bid of the Chengdu Land acquired for development into commercial and residential properties.

To fund the payment of land cost, construction costs and other project costs for the development of the Chengdu Land, the total investment of HWPC will be increased from US\$6 million (approximately HK\$46.8 million) to RMB3,000 million (approximately HK\$2,820 million) and the registered capital of HWPC will be increased from US\$3 million (approximately HK\$23.4 million) to RMB1,050 million (approximately HK\$987 million) in stages over the period ending May 2005. Any contribution to increase the registered capital of, and any shareholders' loans to, HWPC will be done equally by Carton and Bruckner in proportion to their respective equity interests in HWPC.

Each acquisition of additional equity interest in HWPC by Carton and Bruckner constitutes a connected transaction for CKH and HWL respectively under Listing Rule 14A.13(1)(a), the aggregate amount of which is exempt from the independent shareholders' approval requirements pursuant to Listing Rule 14A.32 and are subject to the reporting and announcement requirements set out in Listing Rules 14A.45 to 14A.47 for both CKH and HWL.

#### ACQUISITION OF ADDITIONAL EQUITY INTEREST IN HWPC

The respective Boards of CKH and HWL are pleased to announce that HWPC, a wholly foreign-owned enterprise owned 50/50 by their respective indirect subsidiaries, Carton and Bruckner, was successful in November 2004 in the bid of the Chengdu Land acquired for development into commercial and residential properties.

To fund the payment of land cost, construction costs, and other project costs, the total investment of HWPC will be increased from US\$6 million (approximately HK\$46.8 million) to RMB3,000 million (approximately HK\$2,820 million) and the registered capital of HWPC will be increased from US\$3 million (approximately HK\$23.4 million) to RMB1,050 million (approximately HK\$987 million) in stages over the period ending May, 2005.

Each contribution to the registered capital of, or shareholder's loan to, HWPC will be (i) subject to Carton and Bruckner entering into a supplemental joint venture agreement and supplemental articles of association for HWPC; (ii) made according to a schedule which is determined by reference to the schedule for payment of the land cost to Chengdu Municipal Land and Resources Bureau; (iii) of an amount determined principally by reference to the amount of land cost due to be payable to the Chengdu Municipal Land and Resources Bureau; (iv) effected only upon the requisite approvals of the relevant governmental authorities in the PRC having been obtained; and (v) provided by CKH and HWL using their respective internal resources.

The first of such increases in the total investment and registered capital of HWPC will be from US\$6 million (approximately HK\$46.8 million) and US\$3 million (approximately HK\$23.4 million) respectively to RMB750 million (approximately HK\$705 million) and RMB262.5 million (approximately HK\$246.75 million) respectively.

#### REASONS FOR THE TRANSACTIONS

The addition of the Chengdu Land to the landbank for development into commercial and residential properties is consistent with one of the core business strategies for both CKH and HWL.

The respective Boards of CKH and HWL, including the respective Independent Non-executive Directors of CKH and HWL, consider the terms for the purchase of the Chengdu Land and for the proposed contribution to the registered capital of, and shareholders' loans to, HWPC to be in the interests of CKH and HWL and their respective shareholders, on normal commercial terms and fair and reasonable so far as CKH and HWL and their respective shareholders are concerned.

#### CONNECTED TRANSACTIONS

CKH is a substantial shareholder of HWL and hence a connected person of HWL within the meaning of the Listing Rules. HWL is a substantial shareholder of certain subsidiaries of CKH and hence a connected person of CKH within the meaning of the Listing Rules.

Each acquisition of additional equity interest in HWPC by Carton and Bruckner constitutes a connected transaction for CKH and HWL respectively under Listing Rule 14A.13(1)(a), the aggregate amount of which is exempt from the independent shareholders' approval requirements pursuant to Listing Rule 14A.32 and are subject to the reporting and announcement requirements set out in Listing Rules 14A.45 to 14A.47 for both CKH and HWL.

#### GENERAL

The principal activities of the CKH Group are investment holding, property development and investment, hotel and serviced suite operation, property and project management and investments in securities.

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

HWPC is a limited company established in the PRC on 27 April, 2004 with the stated objectives of undertaking, inter alia, property development, sale, rental and management and which has yet to commence its operations.

The directors (Note) of CKH as at the date of this announcement are Mr. LI Ka-shing (Chairman), Mr. LI Tzar Kuoi, Victor (Managing Director and Deputy Chairman), Mr. George Colin MAGNUS (Deputy Chairman), Mr. KAM Hing Lam (Deputy Managing Director), Mr. CHUNG Sun Keung, Davy, Mr. IP Tak Chuen, Edmond, Ms. PAU Yee Wan, Ezra, Ms. WOO Chia Ching, Grace and Mr. CHIU Kwok Hung, Justin as Executive Directors; Mr. LEUNG Siu Hon, Mr. FOK Kin-ning, Canning, Mr. Frank John SIXT and Mr. CHOW Kun Chee, Roland as Non-executive Directors; and

Mr. KWOK Tun-li, Stanley, Mr. YEH Yuan Chang, Anthony, Mr. Simon MURRAY, Mr. CHOW Nin Mow, Albert, Ms. HUNG Siu-lin, Katherine, Dr. WONG Yick-ming, Rosanna, Mr. KWAN Chiu Yin, Robert and Mr. CHEONG Ying Chew, Henry as Independent Non-executive Directors.

The directors of HWL as at the date of this announcement are Mr. LI Ka-shing (Chairman), Mr. LI Tzar Kuoi, Victor (Deputy Chairman), Mr. FOK Kin-ning, Canning (Group Managing Director), Mrs. CHOW WOO Mo Fong, Susan (Deputy Group Managing Director), Mr. Frank John SIXT (Group Finance Director), Mr. LAI Kai Ming, Dominic, Mr. George Colin MAGNUS and Mr. KAM Hing Lam as Executive Directors; Mr. William SHURNIAK as Non-executive Director; and 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. Peter Alan Lee VINE and Mr. WONG Chung Hin as Independent Non-executive Directors.

#### DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions have the following meanings:

"Board"	board of directors;
"Bruckner"	Bruckner Limited, a company incorporated in Hong Kong with limited liability and which is an indirect wholly owned subsidiary of HWL;
"Carton"	Carton International Limited, a company incorporated in the British Virgin Islands with limited liability and which is an indirect wholly owned subsidiary of CKH;
"Chengdu Land"	the piece of land with an area of 690,982.26 square metres (or approximately 7.4 million square feet), located at Lot No. 5, Shiyang Sub-district, New South District, Chengdu, the PRC;
"CKH"	Cheung Kong (Holdings) Limited, a company incorporated in Hong Kong with limited liability, the shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 001);
"CKH Group"	CKH and its subsidiaries;
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC;
"HWL"	Hutchison Whampoa Limited, a company incorporated in Hong Kong with limited liability, the shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 013);
"HWL Group"	HWL and its subsidiaries;
"HWPC"	Hutchison Whampoa Properties (Chengdu) Limited, a company established in the PRC and wholly foreign-owned as to 50% by each of Carton and Bruckner with equal board representation from Carton and Bruckner;
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange;
"PRC"	the People's Republic of China;
"Stock Exchange"	The Stock Exchange of Hong Kong Limited;
"HK\$"	Hong Kong Dollars, the lawful currency of Hong Kong;
"RMB"	Reminbi, the lawful currency of the PRC; and
"US\$"	United States Dollars, the lawful currency of the United States of America.

The exchange rate used for reference purpose in this announcement is RMB1.00 to HK\$0.94 and US\$1.00 to HK\$7.80.

By Order of the Board  
**CHEUNG KONG (HOLDINGS) LIMITED**  
Eirene Yeung  
Company Secretary

By Order of the Board  
**HUTCHISON WHAMPOA LIMITED**  
Edith Shih  
Company Secretary

Hong Kong, 6 December, 2004

Note: Other than Chairman and Managing Director, order by date of appointment, and in the case of Non-executive Director ("NED")/Independent Non-executive Director ("INED"), order by date of appointment as NED/INED.