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# **ROAD KING INFRASTRUCTURE LIMITED**

(Incorporated in Bermuda with limited liability) (Stock Code: 1098)

# **OVERSEAS REGULATORY ANNOUNCEMENT**

This overseas regulatory announcement is issued pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. The attached announcement was published on the website of the Singapore Exchange Securities Trading Limited at www.sgx.com.

> By Order of the Board Road King Infrastructure Limited Zen Wei Peu, Derek Chairman

Hong Kong, 16 July 2024

As at the date of this announcement, the board of Directors comprises Messrs. Zen Wei Peu, Derek, Fong Shiu Leung, Keter and Ng Fun Hung, Thomas as Executive Directors, Ms. Cai Xun and Mr. Xu Enli as Non-executive Directors and Mr. Wong Wai Ho, Ms. Hui Grace Suk Han, Mr. Cheung Hon Kit and Mr. Ho Tai Wai, David as Independent Non-executive Directors. NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES OR TO "U.S. PERSONS" (AS DEFINED IN REGULATION S UNDER THE U.S. SECURITIES ACT OF 1933) OR IN ANY OTHER JURISDICTION IN WHICH SUCH RELEASE, PUBLICATION OR DISTRIBUTION WOULD BE PROHIBITED BY APPLICABLE LAW.

This joint announcement is for information purposes only and must be read together with the Tender Offer and Consent Solicitation Memorandum. The Tender Offer and Consent Solicitation Memorandum contains important information which must be read carefully before any decision is made with respect to the Tender Offers and Consent Solicitations described in this joint announcement. Neither this joint announcement nor anything herein forms the basis for any contract or commitment whatsoever. This joint announcement is not for release, publication or distribution in or into, or to any person resident and/or located in, any jurisdiction where such release, publication or distribution is unlawful.

This joint announcement does not constitute an offer to sell or the solicitation of an offer to purchase any securities in the United States or to U.S. Persons or in any other jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No securities may be offered or sold in the United States absent registration or an applicable exemption from registration requirements. Any public offering of securities to be made in the United States will be made by means of a prospectus. Such prospectus will contain detailed information about the company making the offer and management, as well as financial statements. No public offering of securities is to be made by the Company in the United States.

### **RKPF Overseas 2019 (A) Limited**

(Incorporated with limited liability under the laws of the British Virgin Islands)

**RKPF Overseas 2020 (A) Limited** 

(Incorporated with limited liability under the laws of the British Virgin Islands)

### **RKPF Overseas 2019 (E) Limited**

(Incorporated with limited liability under the laws of the British Virgin Islands)

### JOINT ANNOUNCEMENT OF THE SETTLEMENT OF THE

#### **TENDER OFFERS**

BY RKPF OVERSEAS 2019 (A) LIMITED FOR PURCHASE OF ITS OUTSTANDING 6.7% GUARANTEED SENIOR NOTES DUE 2028 (ORIGINALLY DUE 2024) (ISIN/COMMON CODE: XS2057076387/205707638) (THE "MARCH 2028 NOTES"), 5.9% GUARANTEED SENIOR NOTES DUE 2028 (ORIGINALLY DUE 2025) (ISIN/COMMON CODE: XS2127855711/212785571) (THE "SEPTEMBER 2028 NOTES") AND 6.0% GUARANTEED SENIOR NOTES DUE 2029 (ORIGINALLY DUE 2025) (ISIN/COMMON CODE: XS2223762209/222376220) (THE "MARCH 2029 NOTES")

AND

TENDER OFFERS BY RKPF OVERSEAS 2020 (A) LIMITED FOR PURCHASE OF ITS OUTSTANDING 5.2% GUARANTEED SENIOR NOTES DUE 2029 (ORIGINALLY DUE 2026) (ISIN/COMMON CODE: XS2281039771/228103977) (THE "JULY 2029 NOTES") AND 5.125% GUARANTEED SENIOR NOTES DUE 2030 (ORIGINALLY DUE 2026) (ISIN/COMMON CODE: XS2356173406/235617340) (THE "2030 NOTES")

#### AND

CONSENT SOLICITATIONS FOR THE MARCH 2028 NOTES, SEPTEMBER 2028 NOTES, MARCH 2029 NOTES, JULY 2029 NOTES, 2030 NOTES (TOGETHER, THE "NOTES") AND 7.75% SENIOR GUARANTEED PERPETUAL CAPITAL SECURITIES ISSUED BY RKPF OVERSEAS 2019 (E) LIMITED (ISIN/COMMON CODE: XS2079096884/207909688) The boards of directors of each of the Issuers refer to the joint announcements of the Issuers dated 11 June 2024, 20 June 2024, 24 June 2024 and 3 July 2024 (the "**Announcements**") in relation to the Tender Offers and Consent Solicitations. Unless otherwise defined, capitalised terms used in this joint announcement shall have the same meanings as defined in the Announcements and the Tender Offer and Consent Solicitation Memorandum.

### SETTLEMENT OF THE TENDER OFFERS AND THE CONSENT SOLICITATIONS

The boards of directors of each of the Issuers are pleased to announce that the settlement of the Tender Offers and the Consent Solicitations was completed on 16 July 2024. The payment of the relevant Purchase Price and the Accrued Interest for the Notes accepted for purchase, the Consent Fee and any Ineligible Holder Payment has been made on 16 July 2024.

The Supplemental Trust Deeds giving effect to the Proposed Amendments have become operative upon receipt by the relevant trustees of notification confirming that all the conditions precedent to the effectiveness of such Proposed Amendments have been satisfied and the Consent Fee and any Ineligible Holder Payment have been paid on 16 July 2024. As a result, each present and future holder of the Notes is bound by the relevant Amended Conditions.

As of the date of this joint announcement, after cancellation of the Notes accepted for purchase, (i) an aggregate principal amount of US\$290,251,000 of the March 2028 Notes, (ii) an aggregate principal amount of US\$183,161,000 of the September 2028 Notes, (iii) an aggregate principal amount of US\$176,225,000 of the March 2029 Notes, (iv) an aggregate principal amount of US\$475,750,000 of the July 2029 Notes and (v) an aggregate principal amount of US\$483,255,000 of the 2030 Notes, remain outstanding.

RKPF Overseas 2019 (A) Limited Zen Wei Peu, Derek Director RKPF Overseas 2020 (A) Limited Zen Wei Peu, Derek Director

RKPF Overseas 2019 (E) Limited Zen Wei Peu, Derek Director

Hong Kong, 16 July 2024

As at the date of this joint announcement, the board of directors of RKPF Overseas 2019 (A) Limited comprises Mr. Zen Wei Peu, Derek, Mr. Fong Shiu Leung, Keter, Mrs. Rexella Diann HODGE, Mrs. Anna-Lee Arelis THOMAS and Mr. Maurice Gerarda Aloysius JANSSEN.

As at the date of this joint announcement, the board of directors of RKPF Overseas 2020 (A) Limited comprises Messrs. Zen Wei Peu, Derek, Fong Shiu Leung, Keter and Lee Tak Fai.

As at the date of this joint announcement, the board of directors of RKPF Overseas 2019 (E) Limited comprises Messrs. Zen Wei Peu, Derek, Fong Shiu Leung, Keter and Lee Tak Fai.