

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.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.



(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8233)

**VOLUNTARY ANNOUNCEMENT
MEMORANDUM OF UNDERSTANDING IN RELATION TO
THE DEVELOPMENT OF CIG SHAYANG PORT**

This announcement is made by CIG Yangtze Ports PLC (the “**Company**”) on a voluntary basis.

THE CIG SHAYANG MOU

The board of directors of the Company (the “**Board**”) wishes to inform shareholders and potential investors of the Company that, on 27 November 2015 (after trading hours), the Company has entered into a non-legally binding memorandum of understanding (the “**CIG Shayang MOU**”) with the government of Shayang county, Hubei, The PRC (the “**Shayang Government**”), an independent third party to the Company, pursuant to which the Company and the Shayang Government agreed to cooperate with each other in the development of a port located in Shayang County (the “**CIG Shayang Port**”). Pursuant to the CIG Shayang MOU, the potential capital investment in the CIG Shayang Port is estimated to be approximately RMB2,000.0 million. Subject to the entering into of the relevant definitive agreements, the estimated capital investment is planned to be utilized in the following manner:

Port operation — The CIG Shayang Port will be developed into a terminal with yard area of 300 Mu and annual cargo throughput of 500.0 tonnes. The CIG Shayang Port will be equipped with supporting yard, roads, handling and transportation equipment, warehouses, office space and other facilities. It is planned that the port operation will be managed and held by an entity jointly held by parties to the CIG Shayang MOU and its total investment costs will be RMB300.0 million. As at the date of this Announcement, the intended equity interest of the CIG Shayang Port will be held as to 60% by the Company and as to 40% by an entity of Shayang Government.

Port-surrounding logistics — Approximately RMB700.0 million is expected to be used for the development of a port-surrounding logistics business in the CIG Shayang Port area.

The remaining balance of the RMB1,000.0 million estimated capital investment will be invested in other projects within the area of the CIG Shayang Port to be agreed among the parties to the CIG Shayang MOU to be determined based on the then market demands and the Company's future investment strategy.

The shareholders and potential investors of the Company should note that, no definitive agreement has been entered into as at the date of this announcement. Accordingly, as the transactions contemplated under the CIG Shayang MOU may or may not materialise. Shareholders and potential investors of the Company are reminded to exercise caution when dealing in the securities of the Company.

By order of the Board
CIG Yangtze Ports PLC
Xie Bing Mu
Director

Hong Kong, 27 November 2015

As at the date of this announcement, the Board comprises three executive directors of the Company, namely Ms. Liu Qin, Mr. Duan Yan and Mr. Xie Bing Mu, two non-executive directors of the Company namely Mr. Yan Zhi, Mr. Fang Yibing and three independent non-executive directors of the Company namely Mr. Lee Kang Bor, Thomas, Dr. Wang Tao and Mr. Wong Wai Keung, Frederick.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules of the Stock Exchange for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the Company's website at www.cigyangtzeports.com and the "Latest Company Announcement" page on the GEM website at www.hkgem.com for at least seven days of its posting.

* *For identification purpose only*