



(a business trust constituted on 25 February 2011
under the laws of the Republic of Singapore)
managed by Hutchison Port Holdings Management Pte. Limited

LISTING OF HUTCHISON PORT HOLDINGS TRUST

Capitalised terms used herein, unless otherwise defined, have the meanings as defined in the prospectus dated 7 March 2011 and registered with the Monetary Authority of Singapore on 7 March 2011 (the “Prospectus”).

8,708,888,000 Units in issue in Hutchison Port Holdings Trust (“HPH Trust”)

Hutchison Port Holdings Management Pte. Limited, as trustee-manager of HPH Trust (the “**Trustee-Manager**”), is pleased to announce that the Trustee-Manager has today issued 8,708,887,999 Units comprising:

- (i) an aggregate of 3,795,549,200 Units issued pursuant to the initial public offering of HPH Trust (the “**Offering**”), at an issue price of US\$1.01 per Unit comprising (a) an international placement of 3,610,364,200 Units to investors, including institutional and other investors in Singapore, a preferential offer to the qualifying shareholders of Hutchison Whampoa Limited and a public offering without listing in Japan, and (b) an offering of 185,185,000 Units to the public in Singapore;
- (ii) an aggregate of 3,309,377,999¹ Units issued to Hutchison Port Holdings Limited as part settlement of the consideration for the acquisition of the HPH Trust Business Portfolio and the assignment of certain related party and shareholders’ loans (the “**Acquisition**”);
- (iii) an aggregate of 1,603,960,800 Units representing the Cornerstone Units issued to (a) Ally Holding Limited, (b) Temasek Holdings (Private) Limited, through its indirect wholly-owned

¹ Of the 3,309,377,999 Units issued to Hutchison Port Holdings Limited, 539,951,000 Units have been lent to Deutsche Bank AG, Singapore Branch (“**Deutsche Bank**”) as stabilising manager pursuant to the Unit Lending Agreement between HPH and Deutsche Bank, and these Units are subject to the Over-allotment Option. Hutchison Port Holdings Limited has also agreed to distribute or transfer its Units upstream to its ultimate shareholders (being HWL and PSA) such that (i) 2,011,781,000 Units (assuming the Over-allotment Option is fully exercised) and 2,404,014,000 Units (assuming the Over-allotment Option is not exercised) will be distributed to HWL. (or any subsidiary of HWL as HWL may determine), and (ii) 757,646,000 Units (assuming the Over-allotment Option is fully exercised) and 905,364,000 Units (assuming the Over-allotment Option is not exercised) will be distributed or transferred to PSA (or any subsidiary of PSA as PSA may determine).

The issue managers for the Offering are DBS Bank Ltd., Deutsche Bank AG, Singapore Branch, and Goldman Sachs (Singapore) Pte.. The issue managers for the Offering assume no responsibility for the contents of this announcement.

subsidiary, Aranda Investments Pte. Ltd., (c) Capital Research and Management Company, (d) Cathay Life Insurance Co., Ltd., (e) Lone Pine Capital LLC (on behalf of investment funds), (f) Metropolitan Financial Services Ltd, (g) Paulson & Co. Inc. and (h) Seacrest FIR Incorporated.

Together with the one Unit held by Hutchison Port Holdings Limited in issue prior to the issue of the 8,708,887,999 Units as described above, the total number of Units currently in issue after the completion of the Offering is 8,708,888,000 Units.

Use of Proceeds

The gross proceeds of approximately US\$5,453.5 million raised from the Offering and the issue of the Cornerstone Units have been applied fully towards part settlement of the Acquisition. The remaining balance amount of the cash consideration for the Acquisition will be funded out of the New Debt Facility².

Listing and Trading of the Units

The 8,708,888,000 Units have been listed on the Main Board of the SGX-ST and Units held by Unitholders with securities accounts with The Central Depository (Pte) Limited commenced trading on a "ready" basis at 2.00 p.m. today.

Waiver of Rule 705(2)(b) of the Listing Manual

Rule 705(2)(b) of the Listing Manual requires the announcement of quarterly financial statements not later than 45 days after the quarter end. However, as HPH Trust was constituted on 25 February 2011, the financial period from the date of constitution of HPH Trust to 31 March 2011 is too short for the preparation of meaningful financial statements. Due to the foregoing reason, the Trustee-Manager has obtained from the SGX-ST a waiver from Rule 705(2)(b) of the Listing Manual, which was granted on the condition that HPH Trust makes this announcement of the waiver and that HPH Trust will announce its financial results for the six-month period ending 30 June 2011.

By Order of the Board

Hutchison Port Holdings Management Pte. Limited

(as trustee-manager of Hutchison Port Holdings Trust)

(Company Registration No. 201100749W)

² Refers to the three-year US dollar term loan facility for the amount of US\$3,000 million dated 18 February 2011 entered into between Hongkong International Terminals Limited as borrower, a syndicate of lenders and DBS Bank Ltd., Deutsche Bank AG, Singapore Branch and Goldman Sachs (Asia) L.L.C. as mandated lead arrangers.

Lim Ka Bee

Company Secretary

18 March 2011

Important Notice

This announcement has been prepared by the Trustee-Manager solely for use in connection with the offering (the "**Offering**") by the Trustee-Manager of the Units. This announcement is for information purposes only and does not constitute or form part of an offer, solicitation or invitation of any offer, to buy or subscribe for any securities of HPH Trust in the United States, Canada, Japan or any other jurisdiction, nor should it or any part of it form the basis of, or be relied on in any connection with, any contract or commitment whatsoever.

This announcement does not constitute a "prospectus" within the meaning of the U.S. Securities Act of 1933, as amended (the "**Securities Act**") and is not an offer of securities for sale in the United States or elsewhere. The Units have not been, and will not be, registered under the Securities Act or the securities law of any state of the United States and the Units may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state or local securities laws. The Trustee-Manager has not registered and does not intend to register any portion of this Offering in the United States or to conduct a public offering in the United States.

This announcement is not to be distributed or circulated outside of Singapore. Any failure to comply with this restriction may constitute a violation of United States securities laws or the laws of other jurisdictions.

ABOUT HUTCHISON PORT HOLDINGS TRUST

HPH Trust is a business trust listed on the Main Board of Singapore Exchange Securities Trading Limited on 18 March 2011. HPH Trust's investment mandate is to principally invest in, develop, operate and manage deep-water container ports in the Pearl River Delta³. HPH Trust may also invest in other types of port assets, including river ports, which are complementary to the deep-water container ports operated by HPH Trust, as well as undertake certain port ancillary services including, but not limited to, trucking, feedering, freight-forwarding, supply chain management, warehousing and distribution services.

HPH Trust is sponsored by Hutchison Port Holdings Limited, the global leader in the container port industry by throughput and a subsidiary of Hutchison Whampoa Limited, a company listed on the Main Board of The Stock Exchange of Hong Kong Limited.

HPH Trust is managed by Hutchison Port Holdings Management Pte. Limited, with the key objective of providing the unitholders with stable and regular distributions as well as long-term distribution per Unit growth.

³ For the purposes of the investment mandate of HPH Trust, "Pearl River Delta" is defined as the Guangdong Province, the Hong Kong Special Administrative Region and the Macau Special Administrative Region, of the People's Republic of China.