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New World China Land Limited **新世界中國地產有限公司**

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 917)

CNY3,000,000,000 5.50 per cent. Bonds due 2018

(Stock code: 85914)

U.S.\$900,000,000 5.375 per cent. Notes due 2019

(Stock code: 5824)

INFORMATION REGARDING NWCL BONDS

Reference is made to the joint announcement dated 6 January 2016 (the “**Joint Announcement**”) published by New World China Land Limited (the “**Company**”), New World Development Company Limited (“**NWD**”) and Easywin Enterprises Corporation Limited (the “**Offeror**”) in respect of, among others, a voluntary conditional cash offer by The Hongkong and Shanghai Banking Corporation Limited on behalf of the Offeror, a wholly-owned subsidiary of NWD, to acquire all the issued shares of the Company (other than those already held by the Offeror and NWD) and to cancel all the outstanding options of the Company. Unless otherwise defined herein, capitalised terms used herein shall have the meanings ascribed to them in the Joint Announcement.

The board of directors of the Company would like to inform the holders of the NWCL Bonds (the “**NWCL Bondholders**”) that if the level of acceptances of the Share Offer reaches the prescribed level under the Cayman Islands Companies Law required for compulsory acquisition and the requirements of Rule 2.11 of the Takeovers Code are satisfied, and if the Offeror exercises such right and completes the compulsory acquisition, while an application will be made for the withdrawal of the listing of the NWCL Shares from the Stock Exchange pursuant to Rule 6.15 of the Listing Rules, the listing of the NWCL Bonds on the Stock Exchange will be maintained. The Company will continue to meet its obligations under the NWCL Bonds irrespective of whether the Company will remain listed on the Stock Exchange.

The NWCL Bondholders are reminded to refer to the terms and conditions of the NWCL Bonds for their rights or actions to be taken in relation to the Offers. If the NWCL Bondholders are in any doubt as to any aspect of the Offers or as to their rights or actions to be taken, they should consult a licensed securities dealer, registered institution in securities, bank manager, solicitor, professional accountant or other professional advisers.

WARNING: NWCL Shareholders, NWCL Optionholders, NWCL Bondholders and/or potential investors of the Company should be aware that the Offers are subject to the satisfaction and/or waiver (where applicable) of the Conditions. Accordingly, the Offers may or may not become unconditional. NWCL Shareholders, NWCL Optionholders, NWCL Bondholders and/or potential investors of the Company should therefore exercise caution when dealing in the securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.

By Order of the Board
Ngan Man-Ying, Lynda
Company Secretary

Hong Kong, 7 January 2016

As at the date of this announcement, the board of directors of the Company comprises (a) seven executive directors, namely Dr. Cheng Kar-Shun, Henry, Mr. Cheng Kar-Shing, Peter, Dr. Cheng Chi-Kong, Adrian, Ms. Cheng Chi-Man, Sonia, Mr. Cheng Chi-Him, Conrad, Mr. Fong Shing-Kwong, Michael and Ms. Ngan Man-Ying, Lynda; and (b) four independent non-executive directors, namely Dr. Cheng Wai-Chee, Christopher, Hon. Tien Pei-Chun, James, Mr. Lee Luen-Wai, John and Mr. Ip Yuk-Keung, Albert.

The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.