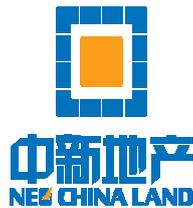


The Hong Kong Exchanges and Clearing Limited and the Stock Exchange of Hong Kong Limited take no responsibility for the contents of this Notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Notice.

This Notice is important and requires the immediate attention of Bondholders. If Bondholders are in any doubt as to what action they should take, they are urged to seek their own financial advice, including as to any tax consequences and consult their licensed securities dealer, bank manager, solicitor, professional accountant or another appropriately authorised independent professional adviser.



NEO-CHINA LAND GROUP (HOLDINGS) LIMITED
(formerly known as NEO-CHINA GROUP (HOLDINGS) LIMITED)
(Incorporated in Bermuda with limited liability)
(Shares : Stock Code: 563. Convertible bonds due 2011: Stock Code: 2528)

**Results of the meeting on 13th May, 2009 of the holders of the
HK\$1,340,000,000 zero coupon convertible bonds due 2011**

The meeting of Bondholders held on 13 May, 2009 passed an extraordinary resolution of Bondholders to approve subject to and conditional upon the approval of the Stock Exchange (as defined below) amendments to the trust deed constituting the Bonds.

The Company has requested the Stock Exchange to approve the amendments to the terms of the Bonds effected (subject to Stock Exchange approval) by the resolution for all purposes of Rule 28.05 of the Listing Rules of the Stock Exchange and will make an announcement once the approval is issued.

This Notice is in relation to the HK\$1,340,000,000 zero coupon convertible bonds due 2011 ("Bonds") of Neo-China Land Group (Holdings) Limited (the "Company"). Terms defined in the Conditions of the Bonds are used in this Notice with their defined meanings.

A meeting (the "Meeting") of the holders of the Bonds ("Bondholders") was held today for the purpose of considering and, if thought fit, passing the resolution to approve amendments to the trust deed constituting the Bonds set out in the notice of the Meeting dated 21 April 2009. The resolution proposed at the Meeting (which was in the form set out in the Notice) was passed by the Bondholders present in person or by proxy as follows:-

	FOR	AGAINST
No. of votes	69,248	500
Votes as a % of all votes cast	99.3	0.7
Votes as a % of all votes attached to outstanding Bonds	75.51	0.55

Bondholders had the right under Condition 8.4 of the Bonds to issue Put Option Notices requiring the Company to redeem all or some of that holder's Bonds on 12 June 2009 at the Early Redemption Amount of the Bonds.

Subject to and conditional upon the approval of the Stock Exchange of Hong Kong Limited (the "Stock Exchange"), the resolution passed by Bondholders assented to the modification of the Trust Deed and the Conditions:

(i) by the deletion of the first sentence of Condition 8.4.1 and its replacement by:-

"the Issuer shall, at the option of the holder of any Bond, redeem all (but not some only) of that holder's Bonds on 12 June 2009 (the "Put Option Date") at the price of HK\$6,300 for each HK\$10,000 principal amount of the Bonds"; and

(ii) by deletion of Condition 8.4.2 and its replacement by:

"A Put Option Notice, once delivered, shall be revocable at the option of the holder up to the day that is not later than 20 days prior to the Put Option Date and the Issuer shall redeem the Bonds the subject of a Put Option Notice delivered as aforesaid and not revoked on the Put Option Date."

The Company has requested the Stock Exchange to approve the amendments to the terms of the Bonds effected (subject to Stock Exchange approval) by the resolution for all purposes of Rule 28.05 of the Listing Rules of the Stock Exchange and will make an announcement once the approval is issued.

By Order of the Board of
Neo-China Land Group (Holdings) Limited
LI SONG XIAO
Chairman

Hong Kong, 13 May 2009

At the date of this Notice, the directors of the Company are:

Executive Directors

Mr. Li Song Xiao (*Chairman*)

Mr. Liu Yi

Ms. Niu Xiao Rong

Mr. Yuan Kun

Ms. Liu Yan

Mr. Jia Bo Wei

Ms. Bao Jing Tao

Mr. Lam Kwan Sing

Non-Executive Director

Mr. Lai Leong (*Vice chairman*)

Independent Non-Executive Directors

Ms. Nie Mei Sheng

Mr. Gao Ling

Mr. Zhang Qing Lin