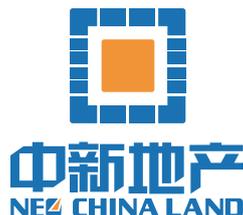


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**NEO-CHINA LAND GROUP (HOLDINGS) LIMITED**  
**中新地產集團(控股)有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Shares — Stock Code: 563; Convertible bonds due 2011 — Stock Code: 2528)**

**ANNOUNCEMENT FOR ADDITIONAL INFORMATION  
WITH RESPECT TO THE INTERIM RESULTS  
FOR THE SIX MONTHS ENDED 31 OCTOBER 2009**

Reference is made to the announcement of Neo-China Land Group (Holdings) Limited (the “Company”) dated 23 December 2009 with respect to the interim results of the Company for the six months ended 31 October 2009 (the “Interim Results Announcement”). Unless otherwise stated, terms used in this announcement shall have the same meanings as those defined in the Interim Results Announcement.

Further to the Interim Results Announcement and the announcement of the Company of 28 December 2009, the Company would like to confirm the following and/or provide additional information as follows:

1. Similar to the disclosure in the announcements on the results of the Company for the past years, the Company has complied with the Code on Corporate Governance Practices (the “Code”) as set out in Appendix 14 of the Listing Rules throughout the six-month period ended 31 October 2009 except for the following:

**(a) Provision A.4.1 of the Code (“Code A.4.1”)**

Code A.4.1 specifies that non-executive directors should be appointed for a specific term, subject to re-election.

None of the existing non-executive directors of the Company is appointed for a specific term. This constitutes a deviation from Code A.4.1.

In accordance with the provisions of the Bye-laws of the Company, all directors appointed by the Board during the year shall retire and submit themselves for re-election at the first annual general meeting immediately following his/her appointment. Furthermore, at each annual general meeting, one-third of the directors for the then time being, or if their number is not three or multiple of three, then the number nearest to but not exceeding one-third, shall retire from office. The directors to retire by rotation shall be those who have been longest in office since

their last re-election or appointment. In view of the existing retirement and re-election requirements of the directors of the Company, the Company considers that it has taken up sufficient measures to comply with the provision as set out in Code A.4.1.

**(b) Provision A.4.4 of the Code (“Code A.4.4”)**

Code A.4.4 specifies that Issuers should establish a nomination committee.

The Company has not established a nomination committee. The duties and functions of the nomination committee recommended in Code A.4.5 are currently performed by the directors of the Board collectively and those who have an interest in the proposals are required to be abstained from making the recommendations and/or decisions with respect to the proposals. The chairman of the Board is mainly responsible for identifying suitable candidates to become members of the Board as and when necessary. The chairman of the board will propose such appointments to the Board for consideration and all members of the Board will review the qualifications of the relevant candidates and assess their suitability as new directors of the Company on the basis of the qualifications, experience and background of the respective candidates.

**(c) Provision E.1.2 of the Code (“Code E.1.2”)**

Code E.1.2 specifies that the chairman of the board should attend the annual general meeting.

Mr. Liu Yi, the chairman of the Board, has been heavily involved in the business operations of the Group in the PRC. Despite his utmost intention to be present at the Company’s 2009 annual general meeting held on 10 September 2009, Mr. Liu was unable to attend the said meeting due to other urgent business commitments of the Group. Mr. Liu undertakes that he will try his best to attend the future meetings of the Company whenever possible.

2. Reference is made to the Company’s announcement of 26 May 2009, the Company paid in aggregate HK\$544,855,500 to redeem all HK\$864,850,000 principal amounts of the Company’s zero coupon convertible bonds due 2011 (the “Bonds”) in respect of which valid put option notices were received. Immediately after the said redemption, approximately HK\$52,160,000 in aggregate principal amount of Bonds remains outstanding. Save for the above, the Company confirms that neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company’s listed securities for the six months ended 31 October 2009.
3. As stated in the Interim Results Announcement, the Company made an aggregate gain on disposal of subsidiaries of HK\$266 million for the six months ended 31 October 2009. The said gain comprises mainly of the following:
  - (a) gain on disposal of an additional 40% equity interest in 天津市億嘉合置業有限公司 (Tianjin City Yi Jia He Zhi Ye Company Limited\*) of approximately HK\$115 million before tax and approximately HK\$17 million after tax. Reference is made to the Company’s announcement of 25 June 2009 for details of the said disposal;

- (b) gain on disposal of 100% of the equity interest in 北京國銳民合投資有限公司 (Beijing Guo Rui Min He Investment Company Limited\*) of approximately HK\$106 million before tax and approximately HK\$78 million after tax. Reference is made to the Company's announcement of 11 August 2009 for details of the said disposal; and
- (c) gain on deregistered companies of approximately HK\$44.5 million and gain on disposal of a subsidiary named as 北京新松建築研究發展有限公司 (Beijing Sin Xong Construction Research Development Limited\*) of approximately HK\$700,000.

By order of the Board  
**NEO-CHINA LAND GROUP (HOLDINGS) LIMITED**  
**Liu Yi**  
*Chairman*

Hong Kong, 29 December 2009

*As at the date of this announcement, the Board comprises Mr. Liu Yi, Ms. Niu Xiao Rong, Mr. Yuan Kun, Ms. Liu Yan, Mr. Jia Bo Wei, Ms. Bao Jing Tao and Mr. Lam Kwan Sing as executive directors, Mr. Lai Leong as non-executive director and Ms. Nie Mei Sheng, Mr. Gao Ling and Mr. Zhang Qing Lin as independent non-executive directors.*

*\* for identification purposes only*