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合景泰富地產

**KWG PROPERTY HOLDING LIMITED**

**合景泰富地產控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1813)**

**ISSUANCE OF ADDITIONAL US\$100 MILLION 6.00% SENIOR NOTES  
DUE 2022 (TO BE CONSOLIDATED AND FORM A SINGLE SERIES WITH  
THE US\$400,000,000 6.00% SENIOR NOTES DUE 2022 ISSUED ON  
15 MARCH 2017)**

Reference is made to the announcement of the Company dated 15 March 2017 in respect of the Original Notes.

On 27 March 2017, the Company entered into the Subscription Agreement with an institutional investor in connection with the Additional Notes Issue.

The estimated net proceeds of the Additional Notes Issue, including accrued interest from and including 15 March 2017 to (but excluding) 29 March 2017, after deducting estimated expenses payable in connection with the Additional Notes Issue, will amount to approximately US\$99.5 million, and the Company intends to use the net proceeds of the Additional Notes Issue to refinance certain debt. The Company may adjust its plans in response to changing market conditions and, thus, reallocate the use of the net proceeds.

The Original Notes are listed on the Stock Exchange. The Company will procure that the Additional Notes will also be listed on the Stock Exchange upon issue. Admission of the Additional Notes to the Stock Exchange is not to be taken as an indication of the merits of the Company or the Additional Notes.

Reference is made to the announcement of the Company dated 15 March 2017 in respect of the Original Notes.

The Board is pleased to announce that on 27 March 2017, the Company entered into the Subscription Agreement with an institutional investor in connection with the Additional Notes Issue.

## **THE SUBSCRIPTION AGREEMENT**

Date: 27 March 2017

### **Parties to the Subscription Agreement**

- (a) the Company; and
- (b) an institutional investor.

The institutional investor is an independent third party and not a connected person of the Company.

The Additional Notes will only be offered outside the United States in offshore transactions to non-U.S. persons in compliance with Regulation S under the Securities Act. None of the Additional Notes will be offered to the public in Hong Kong.

### **Principal terms of the Additional Notes**

The principal terms of the Additional Notes are the same as the terms of the Original Notes as set forth in the announcement of the Company dated 10 March 2017, other than with respect to the following:

#### *Notes Offered*

Subject to certain conditions to completion, the Company will issue the Additional Notes in the aggregate principal amount of US\$100 million, to be consolidated and form a single series with the Original Notes. The Additional Notes will mature on 15 September 2022, unless earlier redeemed in accordance with the terms thereof.

#### *Offering Price*

The offering price of the Additional Notes will be 100% of the principal amount of the Additional Notes plus accrued interest from and including 15 March 2017 to (but excluding) 29 March 2017.

#### *Interest*

The Additional Notes will bear interest at a rate of 6.00% per annum, payable semi-annually in arrear on 15 March and 15 September of each year, commencing on 15 September 2017.

## Use of Proceeds for the Additional Notes Issue

The estimated net proceeds of the Additional Notes Issue, including accrued interest from and including 15 March 2017 to (but excluding) 29 March 2017, after deducting estimated expenses payable in connection with the Additional Notes Issue, will amount to approximately US\$99.5 million, and the Company intends to use the net proceeds of the Additional Notes Issue to refinance certain debt. The Company may adjust its plans in response to changing market conditions and, thus, reallocate the use of the net proceeds.

## Listing

The Original Notes are listed on the Stock Exchange. The Company will procure that the Additional Notes will also be listed on the Stock Exchange upon issue. Admission of the Additional Notes to the Stock Exchange is not to be taken as an indication of the merits of the Company or the Additional Notes.

## DEFINITIONS

In this announcement, the following expressions shall have the meanings set forth below unless the context requires otherwise:

“Additional Notes”	the guaranteed U.S. Dollar denominated senior fixed rate notes to be issued by the Company
“Additional Notes Issue”	the issue of the Additional Notes by the Company
“Board”	the board of Directors
“Company”	KWG Property Holding Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the main board of the Stock Exchange
“connected person”	has the meaning ascribed to it under the Listing Rules
“Directors”	the directors of the Company
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Original Notes”	US\$400 million 6.00% senior notes due 2022 issued by the Company on 15 March 2017
“PRC”	the People’s Republic of China, excluding Hong Kong, Macau Special Administrative Region and Taiwan for the purpose of this announcement
“Securities Act”	the United States Securities Act of 1933, as amended
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

“Subscription Agreement”	the agreement dated 27 March 2017 entered into by and among, the Company and an institution investor in relation to the Additional Notes Issue
“United States”	the United States of America
“U.S. Dollars” or “US\$”	United States dollar(s), the lawful currency of the United States
“%”	per cent

By Order of the Board  
**KWG Property Holding Limited**  
**Kong Jian Min**  
*Chairman*

Hong Kong, 27 March 2017

*As at the date of this announcement, the Board comprises eight Directors, of which Mr. Kong Jian Min (Chairman), Mr. Kong Jian Tao, Mr. Kong Jian Nan, Mr. Li Jian Ming and Mr. Tsui Kam Tim are executive Directors and Mr. Lee Ka Sze, Carmelo JP, Mr. Tam Chun Fai and Mr. Li Bin Hai are independent non-executive Directors.*