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**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\$150 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 AND THE US\$100,000,000 6.00% SENIOR NOTES  
DUE 2022 ISSUED ON 29 MARCH 2017)**

Reference is made to the announcements of the Company dated 15 March 2017 and 29 March 2017 in respect of the Original Notes.

On 30 November 2017, the Company and the Subsidiary Guarantors entered into the Purchase Agreement with Morgan Stanley in connection with the New Notes Issue.

The Company intends to use the net proceeds of the New 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. Pending application of the net proceeds of the New Notes Issue, the Company intends to invest such proceeds in demand deposits, time deposits or money market investments.

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

Reference is made to the announcements of the Company dated 15 March 2017 and 29 March 2017 in respect of the Original Notes.

The Board is pleased to announce that on 30 November 2017, the Company, together with the Subsidiary Guarantors, entered into the Purchase Agreement with Morgan Stanley in connection with the New Notes Issue.

#### **THE PURCHASE AGREEMENT**

Date: 30 November 2017

#### **Parties to the Purchase Agreement**

- (a) the Company;
- (b) the Subsidiary Guarantors; and
- (c) Morgan Stanley.

Morgan Stanley is the sole bookrunner and sole lead manager in respect of the offer and sale of the New Notes. Morgan Stanley is also the initial purchaser of the New Notes.

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

## **Principal terms of the New Notes**

The principal terms of the New 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:

### ***New Notes Offered***

Subject to certain conditions to completion, the Company will issue the New Notes in the aggregate principal amount of US\$150 million, to be consolidated and form a single series with the Original Notes. The New Notes will mature on 15 September 2022, unless earlier redeemed in accordance with the terms thereof.

### ***Offering Price***

The offering price of the New Notes will be 100.25% of the principal amount of the New Notes plus accrued interest from and including 15 September 2017 to (but excluding) 7 December 2017.

### ***Interest***

The New 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 March 2018.

### **Use of Proceeds for the New Notes Issue**

The Company intends to use the net proceeds of the New 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. Pending application of the net proceeds of the New Notes Issue, the Company intends to invest such proceeds in demand deposits, time deposits or money market investments.

### **Listing**

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

## DEFINITIONS

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

“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
“Morgan Stanley”	Morgan Stanley & Co. International plc, the sole bookrunner and the sole lead manager of the New Notes Issue
“New Notes”	the guaranteed U.S. Dollar denominated senior fixed rate notes to be issued by the Company
“New Notes Issue”	the issue of the New Notes by the Company
“Original Notes”	US\$400 million 6.00% senior notes due 2022 issued by the Company on 15 March 2017, and US\$100 million 6.00% senior notes due 2022 issued by the Company on 29 March 2017
“PRC”	the People’s Republic of China, excluding Hong Kong, Macau Special Administrative Region and Taiwan for the purpose of this announcement
“Purchase Agreement”	the agreement dated 30 November 2017 entered into by among Morgan Stanley, the Company and the Subsidiary Guarantors in relation to the New Notes Issue
“Securities Act”	the United States Securities Act of 1933, as amended
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subsidiary Guarantors”	certain subsidiaries of the Company that on the issue date of the New Notes will provide guarantees to secure the Company’s obligations under the New Notes

“United States”           the United States of America

“U.S. Dollars” or        United States dollar(s), the lawful currency of the United States  
“US\$”

“%”                       per cent

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

Hong Kong, 1 December 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*