

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, 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 announcement.



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)

PROPOSED AMENDMENTS TO THE ARTICLES

This announcement is made by KWG Property Holding Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

PROPOSED AMENDMENTS TO THE ARTICLES

The board (the “**Board**”) of directors of the Company (the “**Directors**”) proposes that the following amendments be made to the articles of association of the Company (the “**Articles**”) for purposes of allowing the Board to declare interim and final dividends out of share premium account of the Company:

- (i) deleting the words “With the sanction of an ordinary resolution dividends” at the beginning of the second sentence in existing article 137 of the Articles and replacing therewith the word “Dividends”; and
- (ii) deleting the words “to be justified by the profits of the Company” in the second line of the existing article 139 of the Articles and replacing therewith the words “to be justified by the financial conditions and the net realisable value of the assets of the Company”, and by deleting the words “whenever such profits” in the second last line of the existing article 139 of the Articles and replacing therewith the words “whenever the financial conditions and the net realisable value of the assets of the Company”.

The Directors believe that the proposed amendment to the Articles will ensure a more stable return to the shareholders of the Company (the “**Shareholders**”) and provide more flexibility to the Board when considering dividends distribution and is therefore in the interest of the Company as well as the Shareholders as a whole.

The proposed amendments to the Articles are subject to the approval of the Shareholders by way of special resolution at the upcoming annual general meeting (the “**AGM**”) which is expected to be held on Friday, 8 June 2018. A circular containing, among other things, further details of the proposed amendments to the Articles and a notice convening the AGM will be despatched to the Shareholders in due course as required by the Listing Rules.

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

Hong Kong, 10 April 2018

As at the date of this announcement, the Board comprises eight Directors, of which are 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.