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# LOGAN

龙光地产

**Logan Property Holdings Company Limited**

**龍光地產控股有限公司**

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

**(Stock Code: 3380)**

## **PROPOSED ADDITIONAL ISSUE OF US\$ DENOMINATED SENIOR NOTES**

The Board announces that the Company proposes to conduct a further international offering of US\$-denominated senior notes on terms and conditions of the Original Notes, save for the issue date and the offer price.

Completion of the Additional Notes Issue is subject to, among others, market conditions and investors' interest. Upon finalising the terms of the Additional Notes, it is expected that Guotai Junan International, Haitong International, Barclays, the Subsidiary Guarantors and the Company will enter into the Purchase Agreement. If the Additional Notes are issued, the Company intends to use the net proceeds of the Additional Notes Issue for refinancing its existing indebtedness.

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.

The Additional Notes have not been, and will not be, registered under the Securities Act. The Additional Notes are being offered outside the United States in offshore transactions in accordance with Regulation S under the Securities Act, and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. None of the Additional Notes will be offered to the public in Hong Kong.

**MiFID II professionals/ECPs-only/No PRIIPs KID** — Manufacturer target market (MiFID II product governance) is eligible counterparties and professional clients only (all distribution channels). No PRIIPs key information document (**KID**) has been prepared as not available to retail in EEA.

**As no binding agreement in relation to the Additional Notes Issue has been entered into as at the date of this announcement, the Additional Notes Issue may or may not materialise. Investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company. A further announcement in respect of the Additional Notes Issue will be made by the Company should the Purchase Agreement be signed.**

## **THE ADDITIONAL NOTES ISSUE**

### **Introduction**

The Board announces that the Company proposes to conduct a further international offering of US\$-denominated senior notes on terms and conditions of the Original Notes, save for the issue date and the offer price.

Details of the Additional Notes Issue, including the aggregate principal amount and the offer price for the Additional Notes, will be determined through a book building exercise to be conducted by Guotai Junan International, Haitong International and Barclays.

Completion of the Additional Notes Issue is subject to, among others, market conditions and investors' interest. The Additional Notes are proposed to be guaranteed by the Subsidiary Guarantors. Upon finalising the terms of the Additional Notes, it is expected that Guotai Junan International, Haitong International, Barclays, the Subsidiary Guarantors and the Company will enter into the Purchase Agreement.

The Additional Notes have not been, and will not be, registered under the Securities Act. The Additional Notes are being offered outside the United States in offshore transactions in accordance with Regulation S under the Securities Act, and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. None of the Additional Notes will be offered to the public in Hong Kong.

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### **Proposed use of proceeds**

Completion of the Additional Notes Issue is subject to market conditions and investors' interest. If the Additional Notes are issued, the Company intends to use the net proceeds of the Additional Notes Issue for refinancing its existing indebtedness.

## 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.

## GENERAL

**As no binding agreement in relation to the Additional Notes Issue has been entered into as at the date of this announcement, the Additional Notes Issue may or may not materialise. Investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company. A further announcement in respect of the Additional Notes Issue will be made by the Company should the Purchase Agreement be signed.**

## DEFINITIONS

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

“Additional Notes”	the guaranteed US\$-denominated senior notes to be issued by the Company subject to the terms and conditions of the Purchase Agreement (to be consolidated and form a single series with the Original Notes)
“Additional Notes Issue”	the proposed issue of the Additional Notes by the Company
“Barclays”	Barclays Bank PLC
“Board”	the board of Directors
“Company”	Logan Property Holdings Company 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
“Directors”	the directors of the Company
“Group”	the Company and its subsidiaries
“Guotai Junan International”	Guotai Junan Securities (Hong Kong) Limited
“Haitong International”	Haitong International Securities Company Limited
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC

“Notes”	the Original Notes and the Additional Notes
“Original Notes”	the guaranteed US\$-denominated senior notes due 2024 in the aggregate principal amount of US\$100 million issued by the Company on 9 September 2019 (Stock Code: 5732)
“PRC”	the People’s Republic of China, excluding Hong Kong, Macau Special Administrative Region and Taiwan for the purpose of this announcement
“PRIIPs”	Packages retail investment and insurance products (2009/92/EC)
“Purchase Agreement”	the agreement proposed to be entered into by and among Guotai Junan International, Haitong International, Barclays, the Company and the Subsidiary Guarantors in relation to the Additional Notes Issue
“Securities Act”	the United States Securities Act of 1933, as amended
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subsidiary Guarantees”	the guarantees provided by the Subsidiary Guarantors in respect of the Notes
“Subsidiary Guarantors”	the subsidiaries of the Company which guarantee the Notes
“U.S. Dollars” or “US\$”	United States dollar(s), the lawful currency of the United States
“United States”	the United States of America

By Order of the Board  
**Logan Property Holdings Company Limited**  
**Kei Hoi Pang**  
*Chairman*

Hong Kong, 13 January 2020

*As at the date of this announcement, the executive Directors of the Company are Mr. Kei Hoi Pang, Mr. Lai Zhuobin, Mr. Xiao Xu and Mr. Wu Jian; the non-executive Director of the Company is Ms. Kei Perenna Hoi Ting; and the independent non-executive Directors of the Company are Mr. Zhang Huaqiao, Ms. Liu Ka Ying, Rebecca and Mr. Cai Suisheng.*