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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)**

#### **DISCLOSEABLE TRANSACTION IN RELATION TO PROVISION OF FINANCIAL ASSISTANCE**

##### **PROVISION OF FINANCIAL ASSISTANCE**

On 6 February 2018, the Company provided the Logan Guarantee for up to 50% of the repayment obligations of the Project Company under the Bank Loans.

##### **LISTING RULES IMPLICATION**

In respect of the provision of the Logan Guarantee, one or more of the applicable percentage ratios calculated pursuant to Rule 14.07 of the Listing Rules is more than 5% but less than 25%. The provision of the Logan Guarantee constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules, and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

##### **BACKGROUND**

Reference is made to the announcement of the Company dated 22 March 2017 and the circular of the Company dated 19 May 2017, in relation to, among other things, the provision of financial assistance to the JV Company and the Project Company.

In March 2017, the Company and KWG entered into a joint venture through the formation of the JV Company. Each of the Company and KWG owns 50% of the issued share capital of the JV Company. The purpose of the JV Company is to, through the Project Company, develop the Site into a residential development.

In order to support and finance the development of the Project, the Project Company obtained the Existing Facilities, and each of the Company and KWG has provided a several guarantee in favour of the security agent for up to 50% of the repayment obligations of the Project Company under the Existing Facilities.

#### **PROVISION OF FINANCIAL ASSISTANCE**

On 6 February 2018, the Project Company entered into the Facility Agreement in respect of the term loan facilities granted to the Project Company as borrower of up to an aggregate principal amount of HK\$10,575,000,000.

On 6 February 2018, as security for the due and punctual performance of the Project Company under the Facility Agreement and the related finance documents, the Company entered into the Logan Guarantee Deed and provided a guarantee in favour of the security agent (for the benefit of the secured parties under the Facility Agreement) for up to 50% of the Guaranteed Indebtedness.

#### **PRINCIPAL BUSINESS OF THE COMPANY**

The Group is principally engaged in property development, property investment and property construction in PRC.

#### **REASON AND BENEFIT**

The Directors are of the view that the provision of the Logan Guarantee will facilitate the Project Company to obtain the Bank Loans to be applied for the refinancing of part of the existing indebtedness under the Existing Facilities and the financing of the construction costs of the Project. The terms of the Logan Guarantee were negotiated on an arm's length basis, and the Directors consider that the provision of the Logan Guarantee is fair and reasonable and in the interests of the Company and its shareholders as a whole.

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## DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meaning:

“Bank Loans”	the term loan facilities granted to the Project Company as borrower under the Facility Agreement of up to an aggregate principal amount of HK\$10,575,000,000
“Banks”	the lenders under the Facility Agreement
“Board”	the board of the Company
“Company”	Logan Property Holdings Company Limited (龍光地產控股有限公司), a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the main board of the Stock Exchange
“Director(s)”	director(s) of the Company
“Existing Facilities”	the HK\$7,505,000,000 term loan facilities granted to the Project Company under the facility agreement dated 22 March 2017 entered into by and among, the Project Company (as borrower) and Hang Seng Bank Limited (as agent and security agent) granted by the financial institutions named therein (as original lenders)
“Facility Agreement”	the facility agreement dated 6 February 2018 entered into by and among, the Project Company (as borrower), Hang Seng Bank Limited (as agent and security agent) in relation to the Bank Loans granted to the Project Company by the Banks named therein (as original lenders)
“Group”	the Company and its subsidiaries from time to time
“Guaranteed Indebtedness”	all moneys and sums whatsoever (including all principal, interest, arrangement fee, agency and security agent fee, other fees, costs, charges and expenses) which are or shall or may be or become due or owing or payable by the Project Company from time to time under or pursuant to the Facility Agreement and the related finance documents to which the Project Company is a party
“JV Company”	Unicorn Bay Limited (麒麟灣有限公司), a company incorporated in the British Virgin Islands

“KWG”	KWG Property Holding Limited (合景泰富地產控股有限公司), a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the main board of the Stock Exchange
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Logan Guarantee”	the guarantee provided by the Company (as guarantor) for up to 50% of the Guaranteed Indebtedness
“Logan Guarantee Deed”	the guarantee deed dated 6 February 2018 entered into between the Company and the security agent (for the benefit of the secured parties under the Facility Agreement) in respect of the Logan Guarantee
“PRC”	the People’s Republic of China, excluding Hong Kong, the Macau Special Administrative Region and Taiwan for the purpose of this announcement
“Project”	the development of the Site into a residential development
“Project Company”	Unicorn Bay (Hong Kong) Investments Limited (麒麟灣(香港)投資有限公司), a company incorporated in Hong Kong and a wholly-owned subsidiary of the JV Company
“Site”	Ap Lei Chau Inland Lot No. 136 at Lee Nam Road, Ap Lei Chau, Hong Kong
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent.

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

Hong Kong, 6 February 2018

*As at the date of this announcement, the executive Directors of the Company are Mr. Kei Hoi Pang, Mr. Ji Jiande, Mr. Xiao Xu and Mr. Lai Zhuobin; 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.*