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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)**

**ISSUANCE OF ADDITIONAL US\$50,000,000 5.75% SENIOR NOTES  
DUE 2022 (TO BE CONSOLIDATED AND FORM A SINGLE SERIES  
WITH THE US\$200 MILLION 5.75% SENIOR NOTES  
DUE 2022 ISSUED ON 3 JANUARY 2017)**

Reference is made to the Announcements.

On 21 December 2018, the Company and the Subsidiary Guarantors entered into the Purchase Agreement with certain financial institutions in connection with the Additional Notes Issue.

The Company intends to use the net proceeds of the Additional Notes Issue for refinancing its existing indebtedness. The Company may adjust its plans in response to changing market conditions and, thus, reallocate the use of the net proceeds.

**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.

The Company will seek a listing of the Additional Notes on the Stock Exchange. 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 Announcements. Unless otherwise defined, terms defined in this announcement shall have the same meanings as defined in the Announcements. The Board is pleased to announce that on 21 December 2018, the Company, together with the Subsidiary Guarantors, entered into the Purchase Agreement with certain financial institutions in connection with the Additional Notes Issue.

The financial institutions are the joint global coordinators, joint bookrunners and joint lead managers in respect of the offer and sale of the Additional Notes, as well as the initial purchasers of the Additional Notes. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, each of the financial institutions is an independent third party and not a connected person of the Company and its connected persons.

**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.

The Additional Notes have not been, and will not be, registered under the Securities Act. 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, and may not be offered or sold within the United States or to, or for the account on benefit of, U.S. persons (as defined in Regulation S under the Securities Act) 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.

## **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 23 December 2016, other than the issue price and the following:

### ***Notes Offered***

Subject to certain conditions to completion, the Company will issue the Additional Notes in an aggregate principal amount of US\$50 million, to be consolidated and form a single series with the Original Notes. The Additional Notes will mature on 3 January 2022, unless earlier redeemed in accordance with the terms thereof.

### ***Issue date***

9 January 2019

### ***First payment of interest on the Additional Notes***

3 July 2019

### ***Temporary securities law transfer restrictions***

The Additional Notes will be represented by a temporary global note issued under temporary ISIN and Common Code numbers to be used during the 40-day distribution compliance period after the issue date of the Additional Notes, but thereafter may be replaced by a permanent global note with the same ISIN and Common Code numbers as the Original Notes.

## **Reasons for the Additional Notes Issue and intended use of proceeds**

The Group is principally engaged in property development, property investment and property construction in the PRC, focusing on the residential property market, and its products are primarily targeted at first-time homebuyers and upgraders. The Company believes demand from such customers is less susceptible to fluctuations in property prices and thus provides stability to the Group's business profile. In 2018, the Group was ranked as the 26th-largest property developer in the PRC by comprehensive strength.

The Company intends to use the net proceeds of the Additional Notes Issue for refinancing its existing indebtedness. The Company may adjust its plans in response to changing market conditions and, thus, reallocate the use of the net proceeds.

## **Listing**

The Company will seek a listing of the Additional Notes on the Stock Exchange. 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 5.75% US\$50 million senior notes due 2022 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
“Announcements”	the announcements dated 22 December 2016 and 23 December 2016 in respect of the issue of the Original Notes
“Original Notes”	the 5.75% senior notes due 2022 in the aggregate principal amount of US\$200 million issued by the Company on 3 January 2017
“Purchase Agreement”	the agreement entered into by and among the Company, the Subsidiary Guarantors and certain financial institutions in relation to the Additional Notes Issue

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

Hong Kong, 21 December 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 is Ms. Kei Perenna Hoi Ting; and the independent non-executive directors are Mr. Zhang Huaqiao, Dr. Liu Ka Ying, Rebecca and Mr. Cai Suisheng.*