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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\$100 MILLION**  
**5.875% SENIOR NOTES DUE 2024**

Reference is made to the announcement of the Company dated 7 November 2017 in respect of the issuance of the Original Notes.

On 8 November 2017, the Company entered into the Subscription Agreement with an institutional investor in connection with the Additional Notes Issue. The Additional Notes will be issued on the same date as, and consolidated and form a single series, with the Original Notes.

The estimated net proceeds of the Additional Notes Issue, after deducting estimated expenses payable in connection with the Additional Notes Issue, will amount to approximately US\$99 million, and the Company intends to use the net proceeds of the Additional 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 of the Additional Notes Issue.

The Company will seek a listing of the Notes on the Stock Exchange upon issue. A confirmation of the eligibility for the listing of the Notes has been received from the Stock Exchange. Admission of the Notes to the Stock Exchange is not to be taken as an indication of the merits of the Company or the Notes.

Reference is made to the announcement of the Company dated 7 November 2017 in respect of the issuance of the Original Notes.

The Board is pleased to announce that on 8 November 2017, the Company entered into the Subscription Agreement with an institutional investor in connection with the Additional Notes Issue.

## **THE SUBSCRIPTION AGREEMENT**

Date: 8 November 2017

### **Parties to the Subscription Agreement**

- (a) the Company; and
- (b) an institutional investor.

The institutional investor is an independent third party and not a connected person of the Company.

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. 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 identical to the terms of the Original Notes as set forth in the Announcement, other than with respect to the following:

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

Subject to certain conditions to completion, the Company will issue the Additional Notes in the aggregate principal amount of US\$100 million. The Additional Notes will be issued on the same date as, and consolidated and form a single series, with the Original Notes.

#### ***Offering Price***

The offering price of the Additional Notes will be 100% of the principal amount of the Additional Notes.

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

The estimated net proceeds of the Additional Notes Issue, after deducting estimated expenses payable in connection with the Additional Notes Issue, will amount to approximately US\$99 million, and the Company intends to use the net proceeds of the Additional 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.

### **Listing**

The Company will seek a listing of the Notes on the Stock Exchange upon issue. A confirmation of the eligibility for the listing of the Notes has been received from the Stock Exchange. Admission of the Notes to the Stock Exchange is not to be taken as an indication of the merits of the Company or the Notes.

## DEFINITIONS

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

|                          |   |
|--------------------------|---|
| “Additional Notes”       | the guaranteed U.S. Dollar denominated senior fixed rate notes to be issued by the Company  |
| “Additional Notes Issue” | the issue of the Additional Notes by the Company  |
| “Announcement”           | the announcement of the Company dated 7 November 2017 in relation to the issuance of the Original Notes   |
| “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   |
| “Notes”                  | the Original Notes and the Additional Notes   |
| “Original Notes”         | US\$300 million 5.875% senior notes due 2024 issuable by the Company as set out in the Announcement   |
| “PRC”                    | the People’s Republic of China, excluding Hong Kong, Macau Special Administrative Region and Taiwan for the purpose of this announcement                                  |
| “Securities Act”         | the United States Securities Act of 1933, as amended  |
| “Stock Exchange”         | The Stock Exchange of Hong Kong Limited   |
| “Subscription Agreement” | the agreement dated 8 November 2017 entered into by and among, the Company and an institution investor in relation to the Additional Notes Issue                          |
| “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, 8 November 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.*