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New World China Land Limited **新世界中國地產有限公司**

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 917)

DISCLOSURE PURSUANT TO RULE 13.18 OF THE LISTING RULES

The board of directors of New World China Land Limited (the “**Company**”) announces that the Company obtained a 5-year term loan facility in the principal amount of HK\$1,000,000,000 on 15 December 2015. The loan agreement contained provision which requires New World Development Company Limited, the Company’s controlling shareholder, to maintain a specified minimum level of voting rights attached to the issued share capital of the Company.

On the same day, Superb Wealthy Group Limited, the Company’s indirect wholly-owned subsidiary, obtained a 5-year term loan facility in the principal amount of HK\$750,000,000. The facility agreement contains provision which requires New World Development Company Limited to maintain a specified minimum shareholding in the Company.

This announcement is made pursuant to Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

On 15 December 2015, the Company obtained a 5-year term loan facility in the principal amount of HK\$1,000,000,000 from a bank. It was provided in the loan agreement that an event of default will occur if New World Development Company Limited (“**NWD**”), the Company’s controlling shareholder, fails to maintain not less than 51 per cent. of the voting rights attached to the issued share capital of the Company. On or at any time after the occurrence of this event of default, the lender may declare that all or part of the loans made under the loan facility together with accrued interest and all other amounts accrued or outstanding under the loan facility will become immediately due and payable and the loan facility will be terminated.

On the same day, Superb Wealthy Group Limited (the “**Borrower**”), the Company’s indirect wholly-owned subsidiary as borrower, and the Company as guarantor, entered into a facility agreement with a group of banks and financial institutions (collectively, the “**Lenders**”) pursuant to which the Lenders agreed to provide to the Borrower a term loan facility in the principal amount of HK\$750,000,000 for a term of five years upon the terms and conditions contained therein. Pursuant to the terms of the loan facility, the Company has provided an undertaking to the Lenders that at least 51% of the issued share capital of the Company will remain to be beneficially owned by NWD. A breach of the undertaking will constitute an event of default and the Lenders will have the right to cancel the loan facility and/or demand repayment of the amount due under the loan facility.

At the date of this announcement, NWD holds attributable interests of approximately 69.58 per cent. in the issued share capital of the Company. The Company will make continuing disclosure requirement pursuant to Rule 13.21 of the Listing Rules.

By Order of the Board
Ngan Man-ying, Lynda
Company Secretary

Hong Kong, 15 December 2015

As at the date of this announcement, the executive directors of the Company are Dr. Cheng Kar-shun, Henry, Mr. Cheng Kar-shing, Peter, Dr. Cheng Chi-kong, Adrian, Ms. Cheng Chi-man, Sonia, Mr. Cheng Chi-him, Conrad, Mr. Fong Shing-kwong, Michael and Ms. Ngan Man-ying, Lynda; and the independent non-executive directors of the Company are Dr. Cheng Wai-chee, Christopher, Hon. Tien Pei-chun, James, Mr. Lee Luen-wai, John and Mr. Ip Yuk-keung, Albert.