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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 Superb Wealthy Group Limited, the Company’s indirect wholly-owned subsidiary, obtained a term loan facility in the principal amount of HK\$630,000,000 on 19 December 2012. The facility agreement contains provision which requires New World Development Company Limited, the Company’s controlling shareholder, 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 19 December 2012, 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\$630,000,000 (the “**Facility**”) for a term of three years upon the terms and conditions contained therein. The Facility will be utilized to refinance the Borrower’s existing bank borrowing and finance the general corporate funding requirements of the Company and its subsidiaries.

It was provided in the facility agreement that an event of default will occur if New World Development Company Limited (“**NWD**”), the Company’s controlling shareholder, does not or ceases to own at least 51 per cent. of the issued share capital of the Company, or own at least 51 per cent. of the voting right attached to the issued share capital of the Company. On or at any time after the occurrence of this event of default, the Lenders may declare that all or part of the loans made under the facility agreement together with accrued interest, and all other amounts accrued or outstanding under the facility agreement will become immediately due and payable and the Facility will be terminated.

At the date of this announcement, NWD holds attributable interests of approximately 69.83 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, 19 December 2012

*At the date of this announcement, the board of directors of the Company comprises (a) seven executive directors, namely Dr. Cheng Kar-shun, Henry, Mr. Cheng Kar-shing, Peter, Mr. 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; (b) two non-executive directors, namely Mr. Doo Wai-hoi, William and Mr. Chow Yu-chun, Alexander; and (c) three independent non-executive directors, namely Dr. Cheng Wai-chee, Christopher, Mr. Tien Pei-chun, James and Mr. Lee Luen-wai, John.*

*This announcement is published on the websites of the Company ([www.nwcl.com.hk](http://www.nwcl.com.hk)) and The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)).*