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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 New World China Finance (BVI) Limited, the Company’s indirect wholly-owned subsidiary, obtained term loan facilities in the aggregate principal amount of HK\$1,200,000,000 and US\$38,560,500 on 19 June 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 June 2012, New World China Finance (BVI) 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 term loan facilities in the aggregate principal amount of HK\$1,200,000,000 and US\$38,560,500 (the “**Facilities**”) for a term of three years upon the terms and conditions contained therein. The Facilities will be utilized to refinance the Borrower’s existing bank borrowing and fund the general working capital requirements of the Company and its subsidiaries.

It was provided in the facility agreement that an event of default will occur if the Company is not or ceases to be beneficially owned as to at least 51 per cent. by New World Development Company Limited (“**NWD**”), the Company’s controlling shareholder. 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 Facilities will be terminated.

At the date of this announcement, NWD holds attributable interests of approximately 70 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 June 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) and The Stock Exchange of Hong Kong Limited (www.hkexnews.hk).