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SPG LAND (HOLDINGS) LIMITED

盛高置地(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 337)

CLARIFICATION ANNOUNCEMENT

Reference is made to the joint announcement of SPG Land (Holdings) Limited (the “**Company**”) and Gluon Xima International Limited dated 8 May 2013 (the “**Joint Announcement**”) relating to, among other things, the Subscription, the Disposal, the Whitewash Waiver, the Special Deal, the Share Capital Increase, the Bonus Issue, the Specific Mandate, the Share Consolidation, the Special Dividend and the Change of Name. Capitalised terms used in this announcement shall have the same meanings as those defined in the Joint Announcement unless otherwise stated.

Reference is also made to the announcement issued by the Company (together with its subsidiaries, the “**Group**”) dated 15 July 2013 (the “**Profit Alert Announcement**”) in respect of the expected increase in the net profit of the Group for the six months ended 30 June 2013 as compared to the corresponding period in 2012. This clarification announcement is published for the purposes of clarifying the format of the Profit Alert Announcement. Accordingly, the Company has set out below a revised announcement in relation to the profit alert which complies with Rule 10 and Practice Note 2 of the Code.

POSITIVE PROFIT ALERT

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules and the Inside Information Provisions under Part XIVA of the SFO.

The Board wishes to inform Shareholders and potential investors that based on the Group’s management’s preliminary assessment of the unaudited management accounts of the Group, the Group is expected to record an increase in the net profit for the six months ended 30 June 2013 as compared to the corresponding period in 2012.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in Shares.

The Profit Alert does not meet the standard required by Rule 10 of the Code. Shareholders and potential investors should exercise caution in placing reliance on this announcement in assessing the merits and demerits of the Transactions and/or dealing in Shares.

This announcement is made by the Company pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong) (the “**SFO**”).

The board of directors of the Company (the “**Board**”) wishes to inform the shareholders of the Company (the “**Shareholders**”) and potential investors that based on preliminary review by the Group’s management of the unaudited management accounts of the Group for the six months ended 30 June 2013, the Group is expected to record an increase in its net profit for the six months ended 30 June 2013 as compared to the six months ended 30 June 2012 (the “**Profit Alert**”). The improvement in the Group’s results is primarily attributable to the increase in the number of properties delivered during the six months ended 30 June 2013.

This announcement is only based on the preliminary assessment by the Group’s management according to the management accounts of the Group, and such information has not been audited or reviewed by the Company’s auditors. Details of the Group’s financial results for the six months ended 30 June 2013 are expected to be announced on 6 August 2013.

The Profit Alert constitutes a profit forecast under Rule 10 of the Code and would need to be reported on by both the Company’s financial adviser and its accountants or auditors in accordance with Rule 10.4 of the Code. Given the time constraints when issuing this announcement in relation to the Profit Alert, the Company would like to draw the attention of the Shareholders that the Profit Alert does not meet the standard required by Rule 10 of the Code but the reporting process has been commenced. A further announcement will be made by the Company as soon as possible containing the assumptions upon which the Profit Alert was based and extracts of the reports of both the Company’s financial adviser and its accountants or auditors in respect of the Profit Alert.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in Shares.

The Profit Alert does not meet the standard required by Rule 10 of the Code. Shareholders and potential investors should exercise caution in placing reliance on this announcement in assessing the merits and demerits of the Transactions and/or in dealing in Shares.

By order of the Board
SPG Land (Holdings) Limited
Wang Weixian
Chairman

Hong Kong, 16 July 2013

As at the date of this announcement, the executive Directors are Mr. Wang Weixian and Ms. Wang Xuling; and the independent non-executive Directors are Mr. Cheong Ying Chew, Henry, Mr. Fong Wo, Felix, JP, Mr. Jiang Simon X. and Mr. Kwan Kai Cheong.

The Directors jointly and severally accept full responsibility for the accuracy of the information in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.