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AGILE PROPERTY HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3383)

EXECUTION OF SUPPLEMENTAL INDENTURES IN RESPECT OF

(i) 8.875% SENIOR NOTES DUE 2017 AND

(ii) 9.875% SENIOR NOTES DUE 2017

Reference is made to the announcement of Agile Property Holdings Limited (the “**Company**”) on June 22, 2015 (the “**Announcement**”) in relation to the receipt of the requisite consents necessary for certain proposed amendments (the “**Proposals**”) to:

- the indenture, dated as of April 28, 2010 (as supplemented or amended to the date hereof, the “**2010 Indenture**”), by and between the Company, the Subsidiary Guarantors (as defined therein) and HSBC Bank USA, National Association, as trustee, governing its 8.875% Senior Notes Due 2017 (CUSIP 008477AE1, Common Code 050472485, ISIN US008477AE19 (Rule 144A) and CUSIP G01218AB5, Common Code 050472302, ISIN USG01218AB54 (Regulation S)) (the “**2010 Notes**”), pursuant to a consent solicitation statement dated June 8, 2015 (the “**2010 Notes Consent Solicitation Statement**”); and
- the indenture, dated as of March 20, 2012 (as supplemented or amended to the date hereof, the “**2012 Indenture**” and, together with the 2010 Indenture, the “**Indentures**”), by and between the Company, the Subsidiary Guarantors (as defined therein) and The Hongkong and Shanghai Banking Corporation Limited, as trustee, governing its 9.875% Senior Notes Due 2017 (Common Code 075643713, ISIN XS0756437132) (the “**2012 Notes**” and, together with the 2010 Notes, the “**Notes**” and, each a “**Series**”), pursuant to the consent solicitation statement dated June 8, 2015 (the “**2012 Notes Consent Solicitation Statement**” and, together with the 2010 Notes Consent Solicitation Statement, the “**Consent Solicitation Statements**”).

Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the Announcement.

The Company is pleased to announce the execution of the supplemental indentures (the “**Supplemental Indentures**”), all dated June 22, 2015 (the “**Effective Time**”), by and among the Company, the Subsidiary Guarantors and, in each case, the relevant trustee, giving effect to the Proposals in compliance with the conditions contained in each of the Indentures. The Supplemental Indentures bring some of the terms of the Indentures into conformity with the terms of the Company’s 9.0% Senior Notes due 2020, which gives the Company greater flexibility to pursue business opportunities. The Company will send copies the relevant Supplemental Indentures to holders of any Series of the Notes upon request.

For a detailed statement of the Proposals, holders of the Notes should refer to the relevant Consent Solicitation Statements and to related documents.

The Company has made arrangement to pay any Consent Fee (as defined in the Consent Solicitation Statements) due as soon as practicable in accordance with the terms set forth in the Consent Solicitation Statements.

Each of the Supplemental Indentures will not become operative until the Company has paid the Consent Fee to the holders of each Series of the Notes who have validly delivered and not validly revoked the consents pursuant to the Consent Solicitation. From and after the Effective Time, each present and future holder of each Series of the Notes will be bound by the terms of the relevant Indentures as amended by the relevant Supplemental Indentures, whether or not such holder delivered a Consent.

The distribution of this announcement in certain jurisdictions may be restricted by law. Persons who come into possession of this announcement are required to inform themselves about, and to observe, any such restrictions.

FORWARD-LOOKING INFORMATION

Forward-looking statements in this announcement, including those statements relating to the Consent Solicitation, such as the payment of the Consent Fee, are based on current expectations. These statements are not guarantees of future events or results. Future events and results involve some risks, uncertainties and assumptions that are difficult to predict. Actual events and results could vary materially from the description contained herein due to many factors including changes in the market and price for any Series of Notes; changes in the business and financial condition of the Company and its subsidiaries; and changes in the debt markets in general.

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

By Order of the Board
Agile Property Holdings Limited
KWANG Chin Kheng
Company Secretary

Hong Kong, June 23, 2015

As at the date of this announcement, the board of directors of the Company comprises fourteen members, which are Mr. Chen Zhuo Lin (Chairman and President), Mr. Chan Cheuk Yin** (Vice Chairperson), Madam Luk Sin Fong, Fion** (Vice Chairperson), Mr. Chan Cheuk Hung*, Mr. Huang Fengchao*, Mr. Liang Zhengjian*, Mr. Chen Zhongqi*, Mr. Chan Cheuk Hei**, Mr. Chan Cheuk Nam**, Dr. Cheng Hon Kwan#, Mr. Kwong Che Keung, Gordon#, Mr. Cheung Wing Yui, Edward#, Mr. Hui Chiu Chung, Stephen# and Mr. Wong Shiu Hoi, Peter#.*

** Executive Directors*

*** Non-executive Directors*

Independent Non-executive Directors