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## **GREENLAND HONG KONG HOLDINGS LIMITED**

### **綠地香港控股有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 337)**

### **INSIDE INFORMATION FRAMEWORK AGREEMENT**

This announcement is made by Greenland Hong Kong Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) for the disclosure of inside information.

#### **FRAMEWORK AGREEMENT**

The board of directors (the “**Board**”) of the Company announces that, on 26 April 2016 (after trading hours), the Company and Kuwait Strategic Investor (the “**Investor**”) entered into a framework agreement (the “**Framework Agreement**”) in relation to, among other things, the following potential transactions (the “**Potential Transactions**”):

- (1) An issuance of convertible preferred shares of the Company (“**CPS**”) to the Investor as the consideration for the purchase of an approximately 41% effective interest in the Park Lane real estate project located at Central Park South in New York by the Company from the Investor. The CPS will be convertible into ordinary shares of the Company on a 1:1 basis at no further cost upon the earlier of: (i) three (3) years after the date of the issuance of such CPS; or (ii) any date on which the six (6) month weighted average price of the ordinary shares of the Company listed on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) is equal to or above HK\$5.00 per share. The newly issued ordinary shares will be listed on the Hong Kong Stock Exchange. Assuming all the CPS are converted into ordinary shares of the Company, the Investor will become the second largest shareholder of the Company holding more than 10% of the issued share capital of the Company as enlarged by the conversion (assuming the Company has not issued any other ordinary shares in the meantime).
- (2) The Company and the Investor will jointly establish the Silk Road Integrated Real Estate Fund (the “**SRIREF**”) with a targeted size of US\$8 billion and for a term of 8 years. The SRIREF will receive diversified capital funding from international strategic and financial investors in order to, among other things, invest in top-tier world class real estate, real estate in prime locations in major cities across the globe, and diversified property sectors.

The Framework Agreement sets out the general principles of the Potential Transactions which the parties have agreed upon. Pursuant to the terms of the Framework Agreement, the Company and the Investor will negotiate in good faith with a view to entering into definitive agreements as soon as practicable on or before 26 May 2016 to carry out the Potential Transactions.

### **Reasons for the Framework Agreement**

The Group is principally engaged in real estate development in various cities in the People's Republic of China (the "PRC"), including Shanghai, Kunming, Huangshan, Suzhou, Changshu, Wuxi, Haikou, Taiyuan, Hangzhou, Ningbo, Nanchang and Xuzhou.

Kuwait Strategic Investor through Al Waseet International and/or its affiliates, is owned, controlled and represented by His Excellency Sheikh Sabah Al-Jaber Al-Mubarak Al-Hamad Al-Mubarak Al-Sabah, who is a direct descendant of His Excellency Sheikh Mubarak Al-Sabah the Great, the founder of modern day Kuwait. His Excellency Sheikh Sabah Al-Jaber Al-Mubarak Al-Sabah has 25 years of experience in leading, investing, and overseeing regional and international businesses in real estate, media, banking, and other industries, and overseas assets on behalf of the Investor.

The Board believes that the Company and the Investor can combine their respective expertise in the real estate industry in pursuit of the Potential Transactions to establish a mutually beneficial long-term partnership in line with China's "One Belt, One Road" vision to foster closer economic cooperation and cultural exchange between the PRC and the Middle East, as well as to enable the Company to expand its business into new geographic areas and explore additional revenue source, which will be beneficial to the business of the Group in the long term.

**The Board wishes to emphasise that the Potential Transactions are subject to the negotiation and execution of the definitive documentation by the relevant parties thereto and, therefore, the Potential Transactions may or may not proceed.**

**Further announcement(s) in respect of the Potential Transactions will be made by the Company as and when appropriate in accordance with the Listing Rules. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.**

By order of the Board  
**Greenland Hong Kong Holdings Limited**  
**Chen Jun**  
*Chairman*

Hong Kong, 26 April 2016

*As at the date of this announcement, the executive directors of the Company are Mr. Chen Jun, Mr. Hou Guangjun, Mr. Wu Zhengkui, Mr. Wang Weixian, Ms. Wang Xuling and Mr. You Defeng; and the independent non-executive directors are Mr. Cheong Ying Chew, Henry, Mr. Fong Wo, Felix, JP, and Mr. Kwan Kai Cheong.*