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China Jinmao Holdings Group Limited

中國金茂控股集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 00817)

ANNOUNCEMENT

FINAL RESULTS OF OFFER TO REPURCHASE FOR CASH ANY AND ALL OF FRANSHION INVESTMENT LIMITED'S OUTSTANDING

**U.S.\$500,000,000 4.70% SENIOR GUARANTEED NOTES DUE 2017
(ISIN: XS0847609434; COMMON CODE: 084760943) (THE "NOTES")**

(Stock code: 4578)

GUARANTEED BY

CHINA JINMAO HOLDINGS GROUP LIMITED

This announcement is made pursuant to the disclosure obligations under Part XIVA of the Securities and Futures Ordinance and Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Company hereby wishes to announce the final results of the Offer.

This announcement is made pursuant to the disclosure obligations under Part XIVA of the Securities and Futures Ordinance and Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Reference is made to the announcements made by the Company on 21 and 22 February 2017 (the “**Announcements**”) in relation to the proposed issue of New Notes by Franshion Brilliant Limited, a wholly owned subsidiary of the Company and the proposed tender offer for the outstanding Notes (stock code: 4578) issued by Franshion Investment, a wholly owned subsidiary of the Company. Capitalised terms used herein shall have the same meanings as those defined in the Announcements unless otherwise stated.

FINAL RESULTS OF THE OFFER

Further to the Announcements, the Company now announces the final results of its invitation to the Holders of the Notes issued by Franshion Investment to tender their Notes for purchase by the Company pursuant to the Offer.

The Offer was announced on 21 February 2017 and was made on the terms subject to the conditions contained in the Tender Offer Memorandum prepared by the Company in connection with the Offer.

The Expiration Deadline for the Offer was 4.00 p.m. (London time) on 28 February 2017.

The Company has decided to accept all of the Notes validly tendered for purchase pursuant to the Offer. The following table sets forth the results of the Offer as of the Expiration Deadline:

Results Summary

Bond	ISIN/Common Code	Purchase Price	Principal amount of the Notes outstanding	Principal amount Tendered	Percentage of outstanding amount tendered
U.S.\$500,000,000 4.70% Senior Guaranteed Notes due 2017	XS0847609434/ 084760943	102.25 per cent. Of the principal amount of the Notes	U.S.\$500,000,000	U.S.\$305,860,000	61.17%

The price payable per U.S.\$1,000 principal amount of the Notes accepted for purchase is U.S.\$1,022.50 together with Accrued Interest Payments.

Settlement

The Settlement Date in respect of the Notes accepted for purchase pursuant to the Offer is expected to be on or around 3 March 2017, subject to the right of the Company to extend, re-open, amend and/or terminate the Offer. The completion of the Offer is subject to the New Financing Condition and the satisfaction of other conditions as set out in the Tender Offer Memorandum.

Following settlement of the Offer, U.S.\$194,140,000 of the Notes will remain outstanding.

The Hongkong and Shanghai Banking Corporation Limited is acting as Sole Dealer Manager for the Offer. D.F. King Ltd. is acting as Tender Agent.

DISCLAIMER

This announcement must be read in conjunction with the Tender Offer Memorandum. No offer or invitation to acquire any securities is being made pursuant to this announcement. The distribution of this announcement and the Tender Offer Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession this announcement and/or the Tender Offer Memorandum comes are required by each of Franshion Investment, the Company, the Sole Dealer Manager and the Tender Agent to inform themselves about, and to observe, any such restrictions.

Unless otherwise stated, all times and dates refer to Hong Kong times and dates.

By order of the Board
China Jinmao Holdings Group Limited
NING Gaoning
Chairman

Hong Kong, 1 March 2017

As at the date of this announcement, the Directors of the Company are Mr. NING Gaoning (Chairman), Mr. YANG Lin, Mr. CUI Yan and Mr. AN Hongjun as Non-executive Directors; Mr. LI Congrui and Mr. JIANG Nan as Executive Directors; Mr. LAU Hon Chuen, Ambrose, Mr. SU Xijia and Mr. GAO Shibin as Independent Non-executive Directors.