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## **CHINA SCE PROPERTY HOLDINGS LIMITED**

**中駿置業控股有限公司**

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

**(Stock Code: 1966)**

### **PROPOSED ADDITIONAL ISSUE OF SENIOR NOTES DUE 2022 (TO BE CONSOLIDATED AND FORM A SINGLE SERIES WITH THE US\$200,000,000 5.875% SENIOR NOTES DUE 2022 ISSUED ON 10 MARCH 2017)**

Reference is made to the announcement of the Company dated 6 March 2017 and 7 March 2017 in respect of the Original Notes.

The Company proposes to conduct a further international offering of US\$-denominated senior notes on terms and conditions of the Original Notes, save for the issue date and the offer price.

Details of the Additional Notes Issue, including the aggregate principal amount and the offer price for the Additional Notes, will be determined through a book building exercise to be conducted by HSBC, Deutsche Bank and Haitong International as the joint global coordinators, joint bookrunners and joint lead managers of the Additional Notes, and Bank of China and VTB Capital as the joint bookrunners and joint lead managers of the Additional Notes. Upon finalising the terms of the Additional Notes, it is expected that HSBC, Deutsche Bank and Haitong International, Bank of China and VTB Capital, the Company and the Subsidiary Guarantors will enter into the Purchase Agreement.

The Company intends to use the net proceeds of the Additional Notes Issue for refinancing certain of its existing indebtedness and working capital purposes. The Company may adjust its plans in response to changing market conditions and, thus, reallocate the use of the net proceeds.

The Original Notes are listed on the Stock Exchange. The Company will procure that the Additional Notes will also be listed on the Stock Exchange upon issue. Admission of the Additional Notes to the Stock Exchange is not to be taken as an indication of the merits of the Company or the Additional Notes.

Reference is made to the Announcements. Unless otherwise defined, terms defined in this announcement shall have the same meanings as defined in the Announcements.

The Company proposes to conduct a further international offering of US\$-denominated senior notes on terms and conditions of the Original Notes, save for the issue date and the offer price.

Details of the Additional Notes Issue, including the aggregate principal amount and the offer price for the Additional Notes, will be determined through a book building exercise to be conducted by HSBC, Deutsche Bank and Haitong International as the joint global coordinators, joint bookrunners and joint lead managers of the Additional Notes, and Bank of China and VTB Capital as the joint bookrunners and joint lead managers of the Additional Notes.

Completion of the Additional Notes Issue is subject to market conditions and investors' interest. Upon finalising the terms of the Additional Notes, it is expected that HSBC, Deutsche Bank and Haitong International, Bank of China and VTB Capital, the Company and the Subsidiary Guarantors will enter into the Purchase Agreement. The Company will make a further announcement in respect of the Additional Notes Issue upon signing the Purchase Agreement.

The Additional Notes will only be offered outside the United States in offshore transactions to non-U.S. persons in compliance with Regulation S under the Securities Act. None of the Additional Notes will be offered to the public in Hong Kong.

### **Reasons for the Additional Notes Issue**

The Company intends to use the net proceeds of the Additional Notes Issue for refinancing certain of its existing indebtedness and working capital purposes. The Company may adjust its plans in response to changing market conditions and, thus, reallocate the use of the net proceeds.

### **Listing**

The Original Notes are listed on the Stock Exchange. The Company will procure that the Additional Notes will also be listed on the Stock Exchange upon issue. Admission of the Additional Notes to the Stock Exchange is not to be taken as an indication of the merits of the Company or the Additional Notes.

## GENERAL

**As no binding agreement in relation to the Additional Notes Issue has been entered into as at the date of this announcement, the Additional Notes Issue may or may not materialise. Investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company.**

A further announcement in respect of the Additional Notes Issue will be made by the Company should the Purchase Agreement be signed.

## DEFINITIONS

In this announcement, the following expressions shall have the meanings set forth below unless the context requires otherwise:

“Additional Notes”	the guaranteed US\$-denominated 5.875% senior fixed rate notes due 2022 to be issued by the Company
“Additional Notes Issue”	the proposed issue of the Additional Notes by the Company
“Announcements”	the announcements of the Company dated 6 March 2017 and 7 March 2017 in respect of the issue of the Original Notes
“Bank of China”	Bank of China Limited, one of the joint bookrunners and joint lead managers in respect of the Additional Notes Issue
“Deutsche Bank”	Deutsche Bank AG, Singapore Branch, one of the joint global coordinators, joint bookrunners and joint lead managers in respect of the Additional Notes Issue
“Haitong International”	Haitong International Securities Company Limited, one of the joint global coordinators, joint bookrunners and joint lead managers in respect of the Additional Notes Issue
“HSBC”	The Hongkong and Shanghai Banking Corporation Limited, one of the joint global coordinators, joint bookrunners and joint lead managers in respect of the Additional Notes Issue
“Original Notes”	US\$200 million 5.875% senior notes due 2022 issued by the Company on 10 March 2017
“Purchase Agreement”	the purchase agreement proposed to be entered into among the Company, the Subsidiary Guarantors, HSBC, Deutsche Bank, Haitong International, Bank of China and VTB Capital in relation to the Additional Notes Issue

“VTB Capital”

VTB Capital plc, one of the joint bookrunners and joint lead managers in respect of the Additional Notes Issue

By order of the Board  
**China SCE Property Holdings Limited**  
**Wong Chiu Yeung**  
*Chairman*

Hong Kong, 20 April 2017

*As at the date of this announcement, the executive Directors of the Company are Mr. Wong Chiu Yeung, Mr. Chen Yuanlai, Mr. Cheng Hiu Lok, Mr. Huang Youquan and Mr. Wong Lun, and the independent non-executive Directors are Mr. Ting Leung Huel Stephen, Mr. Lu Hong Te and Mr. Dai Yiyi.*