

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



POWERLONG

宝龙

POWERLONG REAL ESTATE HOLDINGS LIMITED

寶龍地產控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1238)

**ANNOUNCEMENT PURSUANT TO RULE 13.18 OF
THE LISTING RULES**

On 5 July 2018, the Company (as defined below) entered into the Facility Agreement (as defined below) with a group of lenders in relation to the Term Loan Facility (as defined below). The Facility Agreement contains certain specific performance obligations on the controlling shareholder of the Company.

This announcement is made by Powerlong Real Estate Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

On 5 July 2018, the Company as the borrower, The Hongkong and Shanghai Banking Corporation Limited as the mandated lead arranger, the bookrunner and the agent (the “**Agent**”), The Bank of East Asia Limited and Tai Fung Bank Limited each as the mandated lead arranger, and other parties thereto, entered into a facility agreement (the “**Facility Agreement**”) in relation to a 42-month term loan facility in an amount up to US\$305,000,000 (which includes an accordion feature) or the equivalent amount in other currencies (the “**Term Loan Facility**”). The Term Loan Facility is for the purpose of refinancing the existing indebtedness and financing the general working capital of the Group. The interest rate of the Term Loan Facility for each interest period is the aggregate of (i) 3.4% per annum; and (ii) either (a) Hong Kong Interbank Offered Rate with respect to the tranche A facility or (b) London Interbank Offered Rate with respect to the tranche B facility, in accordance with the terms and conditions of the Facility Agreement.

Pursuant to the Facility Agreement, it is an event of default, among other things, if the Company does not comply with the undertaking to procure that Mr. Hoi Kin Hong and Mr. Hoi Wa Fong, in aggregate, (i) remain as the single largest shareholder of the Company; (ii) maintain (directly or indirectly) beneficial ownership of not less than 40% of the entire issued share capital of the Company; and (iii) maintain management control of the Company.

On and at any time after the occurrence of a continuing event of default, the Agent (on directions of the majority lenders) may, upon notice to the Company, cancel all or any part of the commitment immediately and/or declare that all or part of the Term Loan Facility, together with the accrued interest, and all other amounts accrued or outstanding become immediately due and payable and/or declare that all or part of the Term Loan Facility be payable on demand; and/or exercise any or all of their respective rights, remedies, powers and discretions under the Finance Documents (as defined in the Facility Agreement).

As at the date of this announcement, for the purposes of Part XV of the Securities and Futures Ordinance (Cap.571 of the Laws of Hong Kong), Mr. Hoi Kin Hong and Mr. Hoi Wa Fong in aggregate are interested in approximately 60.66% of the total number of issued shares of the Company.

The Company will comply with continuing disclosure requirements pursuant to Rule 13.21 of the Listing Rules.

By Order of the Board
Powerlong Real Estate Holdings Limited
Hoi Kin Hong
Chairman

Hong Kong, 5 July 2018

As at the date of this announcement, the executive directors of the Company are Mr. Hoi Kin Hong, Mr. Hoi Wa Fong, Mr. Xiao Qing Ping, Ms. Shih Sze Ni and Mr. Zhang Hong Feng; the non-executive director of the Company is Ms. Hoi Wa Fan; and the independent non-executive directors of the Company are Dr. Ngai Wai Fung, Dr. Mei Jian Ping and Dr. Ding Zu Yu.