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**禹洲地產股份有限公司**

**YUZHOU PROPERTIES COMPANY LIMITED**

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

**(Stock Code: 01628)**

**US\$625 MILLION 7.90% SENIOR NOTES DUE 2021**

**(Stock Code: 4485)**

**(ISIN: XS1819960136; Common Code: 181996013)**

**MAXIMUM ACCEPTANCE AMOUNT IN RESPECT  
OF THE TENDER OFFER FOR REPURCHASE  
OF THE 7.90% SENIOR NOTES DUE 2021**

Reference is made to the announcement made by the Company on 23 October 2019 in relation to, among other things, the tender offer for the repurchase of 7.90% senior notes due 2021 (the “**Announcement**”). Capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement.

## BACKGROUND

As disclosed in the Announcement, on 23 October 2019, the Company has commenced a tender offer to purchase for cash an aggregate principal amount of the 2021 II Notes up to the aggregate principal amount of the Notes (the “**Maximum Acceptance Amount**”) under the terms and conditions as stated in the tender offer memorandum dated 23 October 2019 issued by the Company (the “**Tender Offer Memorandum**”).

On 23 October 2019, a purchase agreement was entered into between, amongst others, the Company and the joint lead managers in connection with the issue of the Notes in the aggregate principal amount of US\$500 million.

## MAXIMUM ACCEPTANCE AMOUNT

The Company hereby announces that the Maximum Acceptance Amount is US\$350 million.

If the aggregate principal amount of 2021 II Notes validly tendered in the Tender Offer is greater than the Maximum Acceptance Amount, the Company intends to accept such 2021 II Notes for purchase on a pro rata basis such that the aggregate principal amount of such 2021 II Notes accepted for purchase (if any) is no greater than the Maximum Acceptance Amount. Please refer to the section headed “Maximum Acceptance Amount and Proration” in the Tender Offer Memorandum for details.

## FURTHER INFORMATION

The Company has appointed BOCI Asia Limited and Deutsche Bank AG, Hong Kong Branch to act as joint dealer managers in relation to the Tender Offer, and the Company has appointed D.F. King Ltd. as the information and tender agent in relation to the Tender Offer.

Further terms and conditions of the Tender Offer are set forth in the Tender Offer Memorandum. The Tender Offer Memorandum and all documents related to the Tender Offer can be found on the Tender Offer website: <https://sites.dfkingltd.com/yuzhouproperties>.

Holders who have questions regarding the Tender Offer or wish to obtain copies of the documents related to the Tender Offer may contact D.F. King Ltd. (Email: yuzhouproperties@dfkingltd.com; Telephone: +44 20 7920 9700 or +852 3953 7231), BOCI Asia Limited (Telephone: +852 3988 6910) or Deutsche Bank AG, Hong Kong Branch (Telephone: +852 2203 8398).

By order of the Board  
**Yuzhou Properties Company Limited**  
**Lam Lung On**  
*Chairman*

Hong Kong, 24 October 2019

*As at the date of this announcement, the executive directors of the Company are Mr. Lam Lung On (Chairman, J.P.), Ms. Kwok Ying Lan, Mr. Lin Conghui and Ms. Lam Yu Fong, the non-executive director of the Company is Ms. Xie Mei, and the independent non-executive directors of the Company are Mr. Lam Kwong Siu, Mr. Wee Henny Soon Chiang and Dr. Zhai Pu.*