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五礦地產有限公司
MINMETALS LAND LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 230)

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

This announcement is made pursuant to Rule 13.18 of the Listing Rules in respect of the HK\$6,000,000,000 term loan facility obtained by ONFEM Finance Limited (a wholly-owned subsidiary of the Company) on 20 January 2020. The Facility Agreement imposes a minimum shareholding requirement on the controlling shareholder of the Company.

This announcement is made by Minmetals Land Limited (the “Company”) pursuant to Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

ONFEM Finance Limited (a wholly-owned subsidiary of the Company) as borrower, the Company together with Minmetals Land Investments Limited (a wholly-owned subsidiary of the Company) as guarantors and certain banks as lenders (the “Lenders”) have on 20 January 2020 entered into a term loan facility agreement (the “Facility Agreement”) for a 4-year term loan facility (the “Loan Facility”) in the principal amount of HK\$6,000,000,000.

Pursuant to the Facility Agreement, China Minmetals Corporation (“CMC”, the ultimate controlling shareholder of the Company) shall beneficially own (directly or indirectly) at least 51% equity interest of and has management control over the Company. A breach of any of the aforesaid conditions would constitute an event of default and the Lenders may:

- (a) cancel all commitments under the Facility Agreement; and/or
- (b) demand that all or part of the loans, together with accrued interest, and all other amounts accrued under the Loan Facility be immediately due and payable; and/or
- (c) demand that all or part of the loans under the Loan Facility be payable on demand.

As at the date of this announcement, CMC holds approximately 61.88% of the issued share capital of the Company.

The Company will make continuing disclosure pursuant to Rule 13.21 of the Listing Rules.

By order of the Board

He Jianbo

Chairman

Hong Kong, 20 January 2020

As at the date of this announcement, the board of directors of the Company comprises eight directors, namely Mr. He Jianbo as the Chairman and an executive director, Mr. Liu Zeping, Mr. Chen Xingwu and Mr. Yang Shangping as executive directors, Ms. He Xiaoli as a non-executive director, and Mr. Selwyn Mar, Mr. Lam Chung Lun, Billy and Ms. Law Fan Chiu Fun, Fanny as independent non-executive directors.