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**JD PROPERTY
GROUP CORPORATION**

(Incorporated in the Cayman Islands with limited liability)



**中国物流资产 CHINA LOGISTICS
PROPERTY HOLDINGS**

**CHINA LOGISTICS PROPERTY
HOLDINGS CO., LTD**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1589)

**HK\$1,109,000,000 6.95%
Convertible Bonds due 2024
(Debt Stock Code: 5578)**

JOINT ANNOUNCEMENT

PROGRESS UPDATE IN RELATION TO POSSIBLE MANDATORY CONDITIONAL CASH OFFERS BY MERRILL LYNCH (ASIA PACIFIC) LIMITED FOR AND ON BEHALF OF JD PROPERTY GROUP CORPORATION TO ACQUIRE ALL THE ISSUED SHARES AND ALL THE OUTSTANDING CONVERTIBLE BONDS OF CHINA LOGISTICS PROPERTY HOLDINGS CO., LTD (OTHER THAN THOSE ALREADY OWNED OR AGREED TO BE ACQUIRED BY JD PROPERTY GROUP CORPORATION AND/OR PARTIES ACTING IN CONCERT WITH IT)

Financial Adviser to JD Property Group Corporation

BofA SECURITIES 

**Financial Adviser to
Yupei International Investment Management Co., Ltd**

 **UBS**

References are made to (i) the announcement jointly issued by China Logistics Property Holdings Co., Ltd (the “**Company**”) and JD Property Group Corporation (the “**Offeror**”) dated 3 September 2021 (the “**Rule 3.5 Announcement**”) in relation to, among other things, the Sale and Purchase Agreement and the Offers; (ii) the announcement jointly issued by the Company and the Offeror dated 17 September 2021 (the “**Delay in Despatch Announcement**”) in relation to the delay in despatch of the Composite Document; and (iii) the announcement jointly issued by the Company and the Offeror dated 3 October 2021 (the “**Monthly Update Announcement**”) in relation to, among other things, the status and progress of the Sale and Purchase Agreement and the Offers. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Rule 3.5 Announcement.

As disclosed in the Monthly Update Announcement, in respect of the Condition set out in paragraph (a) described in the section headed “*Conditions of the Sale and Purchase Agreement*” in the Rule 3.5 Announcement, filings in relation to the sale and purchase of the Sale Shares and the Offers had been made to the AML Authority for examination. The Company and the Offeror would like to update the Shareholders, the Convertible Bond Holders and potential investors of the Company that such filings were officially accepted by the AML Authority on 19 October 2021.

Further announcement(s) will be jointly made by the Offeror and the Company in accordance with the Listing Rules and the Takeovers Code (as the case may be) in relation to the status and progress in connection with the Sale and Purchase Agreement and the Offers as and when appropriate.

Shareholders, Convertible Bond Holders and/or potential investors of the Company should note that the Offers will only be made if Completion takes place. Completion is conditional upon the fulfilment or, where applicable, waiver of the Conditions. Accordingly, Completion may or may not take place and the Offers may or may not be made. Shareholders, Convertible Bond Holders and/or potential investors of the Company should therefore exercise caution when dealing in the Shares and/or the Convertible Bonds or exercising other rights in respect of any of them. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.

By order of the board of
JD Property Group Corporation
LIU Qiangdong
Chairman

By order of the board of
China Logistics Property Holdings Co., Ltd
中國物流資產控股有限公司
LI Shifa
Chairman

Hong Kong, 20 October 2021

As at the date of this joint announcement, the Board comprises Mr. LI Shifa, Mr. WU Guolin, Ms. LI Huifang, Ms. SHI Lianghua, Mr. XIE Xiangdong and Mr. WU Guozhou as the executive Directors; Ms. LI Qing and Mr. FU Bing as the non-executive Directors; and Mr. GUO Jingbin, Mr. FUNG Ching Simon, Mr. WANG Tianye, Mr. LEUNG Chi Ching Frederick and Mr. CHEN Yaomin as the independent non-executive Directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Offeror and parties acting in concert with it), and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, the directors of the Offeror are LIU Qiangdong, HU Wei, XU Ran, HE Chengfeng, Ellen Hoi Ying NG and Joseph Raymond GAGNON.

The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Group), and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any statement in this joint announcement misleading.