

OVERVIEW

We are a leading property developer in the Yangtze River Delta, focusing primarily on the development of quality residential properties and mixed-use complex projects. According to a report by the China Index Academy⁽¹⁾, we ranked first in Jiangsu Province in 2009 and 2010 and second in 2011 in terms of contracted sales; ranked first in Changzhou in 2009, 2010 and 2011 in terms of contracted sales and GFA sold of commodity properties; and ranked among the top five property developers in Shanghai in 2011 in terms of contracted GFA of residential properties. According to the National Bureau of Statistics, Jiangsu Province has the highest GDP per capita in the PRC in 2011. Leveraging on our leading position in these regions and our proven management capabilities, we believe we are well-positioned to capitalise on expected future robust economic growth in these regions.

For six consecutive years beginning in 2005, we were ranked first in terms of overall strengths among all property developers in Jiangsu Province by the Jiangsu Real Estate Association (江蘇省房地產協會). We were also ranked first among the “Top 10 Valuable Real Estate Brands in Eastern China” (中國華東房地產公司品牌價值 TOP10) for five consecutive years beginning in 2007 by the Top 10 China Real Estate Research Group (中國房地產10強研究組⁽²⁾). Our market-leading position, profitability and growth potential received further recognition in 2011, as we were ranked among “Top 20 Real Estate Development Enterprises in China (中國房地產開發企業20強)” and “Top 20 Valuable Real Estate Development Brands in China” (中國房地產開發企業品牌價值 20強) jointly selected by the China Real Estate Research Association (中國房地產研究會), China Real Estate Industry Federation (中國房地產業協會) and China Real Estate Evaluation Center (中國房地產測評中心). We were also ranked top 10 among “China’s Top 100 Real Estate Developers” (中國房地產百強企業), both in terms of profitability and growth potential by the Top 10 China Real Estate Research Group. For details of our awards and recognitions, please refer to the section headed “Business – Awards and Recognitions” in this prospectus.

We focus strategically on middle class customers. Together with our listed subsidiary, Jiangsu Future Land, whose B-Shares are listed on the Shanghai Stock Exchange, we offer four different residential property series to meet the needs and preferences of our target customers comprising a wide range of products, including high-rise apartments, mid-rise apartments, townhouses and luxury stand-alone houses. In addition, we develop mixed-use complex projects comprising offices, retail stores, serviced apartments and other ancillary facilities, both for sale and for long-term investment purposes. Apart from residential and mixed-use complex projects, we also provide property management services to our development projects. With our “selected regional focus”, we develop a wide range of products in cities where we have an established presence, and selectively penetrate into other regions that we believe have high growth potential.

(1) We paid a total consideration of RMB240,000 for this report. China Index Academy is a Chinese property research institution, which was integrated in 2004 with a number of China research resources, including China Real Estate Index System, Soufun Research Institute, China Villa Index System and Top 10 China Real Estate Research Group. China Index Academy derived the information in this report from its self-developed database, CREIS China Index Database (CREIS中指數據) and the database of fdcsoufun.com. These databases which comprise data from the Housing Administration Real Estate Exchanges Centres of Jiangsu Province, Changzhou and Shanghai, and annual reports and corporate returns of listed real estate companies, have been widely used and relied upon in the PRC property market. China Index Academy is independent of our Group, our connected persons and the Sole Sponsor.

(2) The Top 10 China Real Estate Research Group (中國房地產TOP10研究組) comprises the Enterprise Research Institute of the Development Research Centre of the State Council (國務院發展研究中心企業研究所), Tsinghua University Real Estate Research Institute (清華大學房地產研究所) and China Index Research Institute (中國指數研究院).

We have adopted a “rapid asset turnover” business model for our property development projects to shorten the period between site acquisition, pre-sale and completion of our properties. In support of our rapid asset turnover model, we have established a standardised development process through which we develop our properties using standardised procedures, components and units, while still catering to the unique customer needs of each market. As a result, we have been able to rapidly replicate property projects, shorten development cycles, maximise investment returns, improve cash flows and mitigate liquidity risks. Our asset turnover ratio for the years ended December 31, 2009, 2010 and 2011 was 0.39, 0.34 and 0.33, respectively, which, we believe, was competitive in the PRC property industry.

As of August 31, 2012, we had, since our Group was established in 1996, completed 28 property projects and 17 project phases with an aggregate GFA of approximately 10.0 million sq.m. We believe our track record and success is attributable to our strong execution capabilities and in-depth understanding of the property market environment and development trends in the regions in which we operate. We believe that, over the years we have built a highly-recognised brand name and accumulated a large customer base by consistently delivering quality products.

As of August 31, 2012, we had 46 property projects in nine cities which were under development or held for future development. These projects included approximately 5.1 million sq.m. under development and approximately 7.7 million sq.m. held for future development. We believe that our large-scale and strategically located land reserves will provide us with a sufficient project development pipeline in the foreseeable future and contribute to our continued business expansion. As of August 31, 2012, we had land reserves with a total estimated GFA of 13.7 million sq.m., of which 12.1 million sq.m. are located along the Shanghai-Nanjing Economic Corridor. For details relating to our projects under various stages of development and our recent development, please refer to the paragraphs headed “Our Business – Summary Information Regarding Our Projects; Recent Developments” in this section.

OUR STRENGTHS

We believe the following are our key competitive strengths:

One of the leading property developers in the Yangtze River Delta

We are a leading property developer in the Yangtze River Delta, a fast-growing region in the PRC. According to the National Bureau of Statistics, Jiangsu Province, one of the three provinces that comprise the Yangtze River Delta, has the highest GDP per capita in the PRC in 2011. According to a report by the China Index Academy, we ranked first in Jiangsu Province in 2009 and 2010 and second in 2011 in terms of contracted sales; ranked first in Changzhou in 2009, 2010 and 2011 in terms of contracted sales and GFA sold of residential properties; and ranked among the top five property developers in Shanghai in 2011 in terms of contracted GFA of residential properties. We were ranked first in terms of overall strength among all property developers in Jiangsu Province for six consecutive years from 2005 according to the annual rankings published by the Jiangsu Real Estate Association (江蘇省房地產協會). We were also ranked first among the “Top 10 Valuable Real Estate Brands in Eastern China” (中國華東房地產公司品牌價值 TOP10) for five consecutive years from 2007, according to the Top 10 China Real Estate Research Group (中國房地產10強研究組). Our market-leading position, profitability, and growth potential received further recognition in 2011, as we were ranked among the “Top 20 Real Estate Development Enterprise in China” (中國房地產開發企業20強) and “Top 20 Valuable Real Estate Development Brands in China” (中國房地產開發企業品牌價值20強) jointly selected by the China Real Estate Research Association (中國房地產研究會), China Real Estate Industry Federation (中國房地產業協會) and China Real Estate Evaluation Center (中國房地產測評中心). For details of our awards and recognitions, please refer to the paragraphs headed “Awards and Recognitions” in this section.

We have a proven track record of developing quality residential properties in Jiangsu Province and in the Yangtze River Delta. As of August 31, 2012, we had completed 28 property projects and 17 project phases with an aggregate completed GFA of approximately 10.0 million sq.m. Leveraging on our premium brand, strong execution capabilities, rapid asset turnover model and property development knowledge and experience, we have successfully expanded into other cities including Shanghai, Nanjing, Kunshan, Wuxi, Suzhou and Jintan in the Yangtze River Delta, Changsha in Hunan Province and Wuhan in Hubei Province. We are also expanding into Zhenjiang and have entered into a cooperation agreement with the local authorities of Zhenjiang to acquire and develop certain land parcels. We believe our strong track record is attributable to our strong execution capability and our ability to identify cities and regions with high growth potential.

Rapid asset turnover model and standardised development process enable us to maximise our investment returns and improve our operating cash flows

We believe our rapid asset turnover, which we achieve by applying our standardised process for property development, is one of the key factors to our success. Our rapid asset turnover enables us to maximise our investment returns and improve operating cash flows by shortening our property development cycle. We have established a standardised development process for developing property with the use of standardised procedures, components and units since 2005. We established our own architectural design institute in 2007 and possess in-house architectural expertise. Our standardised development process is designed based on our focus on customers' needs and satisfaction, and covers the full spectrum of our business operations, including site selection, procurement, property design, construction and quality control, aesthetics and interior design as well as customer services. As a result, we have been able to adopt a rapid asset turnover business model and rapidly replicate our property projects and deliver high quality properties consistently across various market segments in affluent cities along the Shanghai-Nanjing Economic Corridor. For instance, we commenced the pre-sale of Phase 1 of Gorgeous Mansion (憶華里) in Shanghai in June 2011, within seven months of commencement of construction in November 2010, and pre-sold 80.2% of the units and generated contracted sales of RMB370.3 million within the first month of pre-sales. In Changzhou, we commenced the pre-sale of the residential portion of Phase 1 of Injoy Plaza (吾悅廣場) in December 2010, within four months of commencement of construction in August 2010, and pre-sold 85.2% of the units and generated contracted sales of RMB701.7 million within the first month of pre-sales. For the three years ended December 31, 2009, 2010 and 2011, our asset turnover ratio was 0.39, 0.34 and 0.33, respectively, which we believe was competitive in the PRC property industry.

We take pride in our operating efficiency, which we believe ensures seamless execution of our projects. We ranked fourth in terms of operating efficiency⁽¹⁾ among the top 500 property developers in China according to the "China Property Development Enterprise 500" (中國房地產開發企業500強) issued jointly by the China Real Estate Research Association (中國房地產研究會), China Real Estate Association (中國房地產業協會) and China Real Estate Appraisal Centre (中國房地產測評中心) in 2011.

As a result of our standardised development process and operating efficiency, we have established proven execution capability to develop projects rapidly, achieved rapid asset turnover and thereby enhanced our profitability and growth potential. In 2011, we were ranked top 10

(1) "China Property Development Enterprise 500" (中國房地產開發企業 500強) ranks property developers by operating efficiency based on their operating cycle, inventory cycle, inventory turnover, receivable period, receivable turnover, payable turnover, asset turnover, current asset turnover and fixed asset turnover.

among “China Top 100 Real Estate Developers (中國房地產百強企業)”, in terms of both profitability and growth potential by the Top 10 China Real Estate Research Group (中國房地產 Top 10研究組). Going forward, we believe our rapid asset turnover model for property development will allow us to achieve efficient allocation of our capital and other resources and develop new projects in a timely manner.

Diversified product portfolio with a strategic focus on middle class customers in the PRC

We offer a wide range of residential properties that target the specific preferences and needs of middle class customers. According to the National Bureau of Statistics, Jiangsu Province has the highest GDP per capita in the PRC in 2011. We believe that there is significant demand among customers in these regions for high quality residential properties, and such demand will continue to increase, as the purchasing power of these customers continues to grow in the future.

Our in-depth knowledge of local markets enables us to offer residential property products to different targeted segments among the middle class customers. We develop and sell a variety of residential property types, including high-rise apartments, mid-rise apartments, townhouses and luxury stand-alone houses, through four residential property series, namely, our “FirstHomes” series, “SweetHomes” series, “DreamHomes” series and “PrestigeHomes” series, to delineate the different positioning for each of our target customer groups, including first time buyers, young families, mid-to-high income households and high net worth individuals.

These residential property series are designed around the evolving needs of the middle class customers as their disposable income increases. We believe our focus on the middle class customers has enabled us to capitalise on the large population and strong purchasing power of this segment, and we believe our diversified product offerings have allowed us to penetrate into different segments within our target group of middle class customers.

To further diversify our product portfolio and to generate more recurring revenue, we started commercial property development operations in 2008. We develop large-scale, mixed-use complex projects that typically consist of a combination of shopping malls, offices, hotels, serviced apartments, high-end residential properties and other ancillary facilities through three mixed-use complex project series, namely, our “International Plaza” series, “City Plaza” series and “Lifestyle Mall” series, to meet the needs and preferences of customers in different locations, including central business districts and emerging business districts.

We hold some of our commercial properties in prime locations for long term investment and sell the remaining portion to recoup our capital expenditure quickly. In addition to generating recurring rental income, we are also able to enjoy potential capital appreciation from our commercial properties over the long term.

Strategically located land reserves, which we believe, provide strong support for continued growth

Over the years, we have acquired our land reserves in select cities to establish an important platform for our continued growth. The majority of the land reserves we have acquired are sizeable and are concentrated in major cities along the Shanghai-Nanjing Economic Corridor in the Yangtze River Delta. These cities are located close to, and have easy access to, major roads and railway networks, including the Shanghai-Nanjing Expressway, Shanghai-Nanjing Inter-city High Speed Railway and Beijing-Shanghai High Speed Railway, which increase the value and marketability of these properties. As of August 31, 2012, we had land reserves with a total estimated GFA of 13.7 million sq.m., of which 12.1 million sq.m. are located along the Shanghai-Nanjing Economic Corridor.

In addition, our markets are in affluent second and third-tier cities in the Yangtze River Delta with less competition as compared to first-tier cities in China. This has enabled and will continue to enable us to capitalise on the strong economic development and significant demand in these local real estate markets. Furthermore, we have minimised exposures to policy and regulation restrictions in certain locations. As of August 31, 2012, approximately 68.0% of our land reserves were located in areas where additional local “purchase restrictions” had not been adopted⁽¹⁾.

We believe our land reserves are sufficient for our development needs for the next four to five years.

Highly skilled and experienced management team with a strong commitment to high corporate governance standards

We have a highly experienced and driven senior management team with proven execution capability. The key members of our management team have knowledge and experience that have enabled them to manage and oversee the completion of properties with our total GFA of approximately 10.0 million sq.m. as of August 31, 2012. Our team’s collective knowledge, broad experience and strong execution capability were highly recognised in 2011 by China Real Estate Research Association (中國房地產研究會), China Real Estate Association (中國房地產業協會) and China Real Estate Appraisal Centre (中國房地產測評中心), which collectively ranked us fourth as measured by operational efficiency in the “China Property Development Enterprise 500” event (2011年中國房地產開發企業500強), a significant national award event for PRC real estate developers.

Our founder, Chairman Wang, has more than 19 years of experience in the PRC real estate industry. Other members of our management team are also highly experienced in the real estate development industry, with an average of over nine years of relevant experience. Our knowledge and experience in attending to the corporate governance and on-going compliance requirements of Jiangsu Future Land, our listed subsidiary, and the establishment of our legal and compliance department, facilitate our implementation of internationally recognised corporate governance and internal control policies and practices. We believe our management team’s experience, together with their strong commitment to high corporate governance standards, will help us to achieve sustainable long-term growth and to maximise value for our Shareholders, customers and employees.

OUR STRATEGY

Our goal is to become one of the most competitive and profitable property developers in the PRC, adhering to high corporate and managerial standards and maximising shareholders’ returns. We plan to implement the following strategies to achieve our goal:

Continue to strengthen our leadership position in the Yangtze River Delta region

Benefiting from the continued rapid economic growth in the Yangtze River Delta region, we intend to strengthen our leadership position in this region. Leveraging on our in-depth understanding of the local markets and our property development expertise, we will continue to apply our standardised development process to our diversified product offerings to enhance our

(1) These areas include our projects in Changzhou (including Jintan), Kunshan and areas outside the city of Changsha. Please refer to the section headed “Industry Overview – Overview of Selected Key Cities” for details relating to applicable restrictive measures adopted by the local governments of the relevant cities.

reputation and brand awareness. Our strong execution capabilities, combined with our highly scalable business model, provides a solid base from which to expand quickly in the local markets, and to acquire and develop new projects in an efficient manner. In addition to our primary regional focus in cities such as Changzhou, Shanghai, Nanjing, Kunshan, Wuxi, Suzhou and Jintan, we intend to expand into other cities, e.g. Zhenjiang, in the Yangtze River Delta region that have high growth potential. We will continue to adopt a prudent and disciplined approach when selecting target cities for expansion, taking into account timing and market conditions to ensure our financial performance and liquidity.

Focus on increasing quality land reserves at competitive costs

In line with our expansion plan, we will continue to increase our land reserves at competitive costs to sustain our continued growth. We will continue to maintain our product positioning and optimise our product offerings, taking into account of factors such as project location, access to public transportation and surrounding infrastructures, to enhance the value of the land reserves and maximise their potential. We will continue to acquire quality land reserves through our B-share listed subsidiary, Jiangsu Future Land, for our residential property development projects. At the same time, we will strategically select high quality sites in the Yangtze River Delta region and other areas with high economic growth potential and are suitable for developing large-scale, mixed-use complexes and integrated residential properties. We believe that our well recognised brand name and track record in developing quality property projects will continue to allow us to identify opportunities to acquire land reserves in prime locations for both our residential and mixed-use complex projects.

Increase customer satisfaction by improving property management services and enhancing our brand recognition

We believe high quality property management services will help to increase the property value, enhance brand recognition and promote customer satisfaction of our projects. Hence, we intend to continue to expand the scope of services of our property management business and to improve our service quality. We will continue to offer customised services to our clients, leveraging on our “4008900950 hotline”, a national hotline service system. To offer an effective communication platform with our customers, we have established the “Future Land Community” (新城會), through which our own project development team and management team can maintain close contact with our customers, understand their latest purchase demand and changing spending preferences, as well as encourage them to make purchase recommendations and business referrals to their family and friends. In addition, we plan to further develop our property management business by increasing the number of our property management personnels and updating and improving our property management service policies and guidelines. Furthermore, we plan to engage internationally renowned research firms to conduct customer satisfaction surveys and collect customer feedback to improve our property management services.

Diversify our project portfolio by further expanding our commercial property development operations

Building upon our strength in the residential property development market, we have developed mixed-use complex projects comprising offices, retail stores, serviced apartments and other ancillary facilities, primarily for sales and long term investment during the Track Record Period. We believe demand for commercial properties will continue to increase as economic activity grows in China. We intend to further increase our exposure to the commercial property market. We believe that the retention of these commercial properties will generate sustainable rental income, thereby enhancing the stability of our revenue streams and diversifying the risk we face in the residential property market.

Attract, retain and motivate talented personnel through systematic training programs and competitive remuneration packages

We are committed to building a professional and highly specialised team with strong execution capabilities that shares and approves of our values, vision and corporate culture. We believe our success and future growth strategies depend on our ability to attract and retain talented professionals. We emphasise attracting and recruiting experienced individual and university graduates with growth potential. For instance, for the six months ended June 30, 2012, we recruited 71 employees who held an undergraduate degree and six who held a postgraduate degree.

To attract and retain talented professionals, we offer systemic and comprehensive training programs to our employees. More specifically, we sponsor many of our senior management personnel to take courses at business schools in China so that they can improve their leadership skills. In addition, we have devised systemic training programs, such as “New Joiner Program” (新銳計劃), “Cornerstone Program” (基石計劃), “Enhancement Program” (熔煉計劃) and “Leadership Program” (領翔計劃) targeting our employees at different seniority levels and different stages of their career path.

We also plan to continue to offer competitive remuneration packages to attract and retain talented professionals. We will offer our employees a wide range of performance incentives, including bonuses and share-based incentives, to better align our employees’ interests with ours and to foster a higher level of recognition and approval of our corporate value and culture.

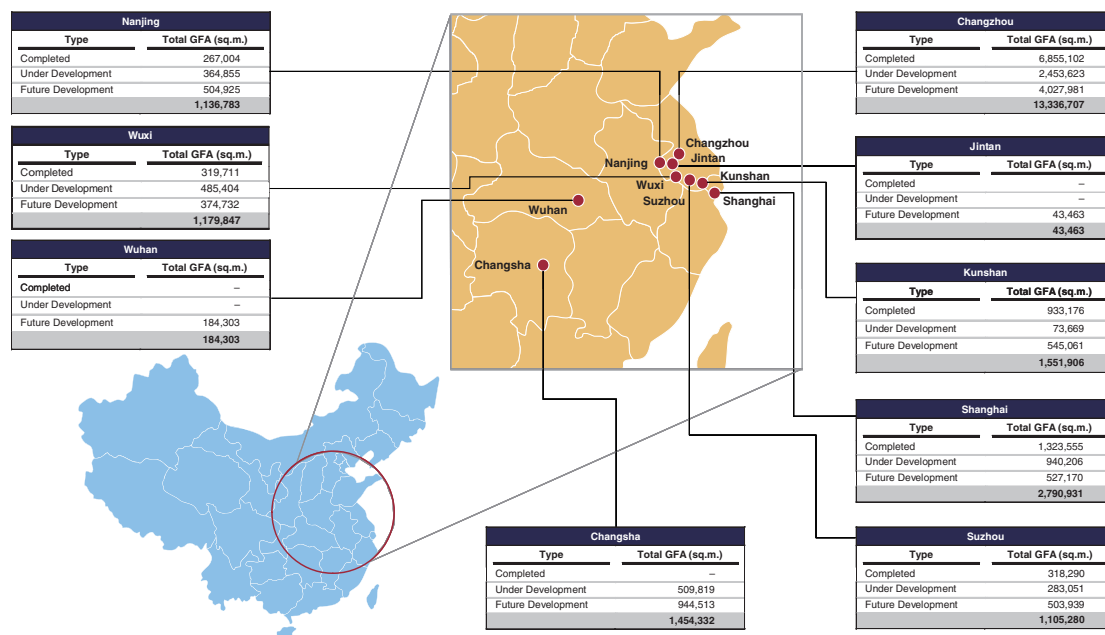
OUR BUSINESS

Overview of Our Projects

As of August 31, 2012, our property portfolio consisted of 74 property projects that were completed or under various stages of development located in Changzhou, Shanghai, Nanjing, Kunshan, Wuxi, Suzhou, Jintan, Changsha and Wuhan. As of August 31, 2012, we had, since our Group was established in 1996, completed 28 property projects and 17 project phases, with an aggregate completed GFA of 10.0 million sq.m. We were developing 46 property projects as of August 31, 2012. These projects include an aggregate GFA of approximately 5.1 million sq.m. under development and approximately 7.7 million sq.m. for future development. We also recently entered into a cooperation agreement with the relevant local authorities to acquire and develop certain land parcels of a total GFA of 571,180 sq.m. in Zhenjiang. We develop and sell a variety of residential properties, including high-rise apartments, mid-rise apartments, townhouses and luxury stand-alone houses. We develop mixed-use complexes for sale and retain a portion for lease and long-term investment. The following map shows the geographical locations and key information of our developments as of August 31, 2012⁽¹⁾.

(1) Excluding Zhenjiang

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The following table sets out the geographic breakdown of our contracted sales during the Track Record Period:

	For the year ended December 31,						For the eight months ended August 31,	
	2009		2010		2011		2012	
	Contracted sales (RMB million)	% of total contracted sales	Contracted sales (RMB million)	% of total contracted sales	Contracted sales (RMB million)	% of total contracted sales	Contracted sales (RMB million)	% of total contracted sales
Changzhou . .	5,235.8	62.1%	6,781.7	54.9%	7,037.3	50.7%	3,753.2	38.1%
Shanghai . . .	1,006.3	11.9%	3,007.7	24.4%	4,414.4	31.8%	3,567.4	36.2%
Nanjing	251.9	3.0%	162.6	1.3%	684.7	4.9%	732.9	7.4%
Kunshan	861.5	10.2%	799.8	6.5%	31.9	0.2%	0.0	0.0%
Wuxi	442.3	5.2%	891.4	7.2%	801.7	5.8%	582.4	5.9%
Suzhou	638.8	7.6%	701.2	5.7%	730.8	5.3%	918.4	9.3%
Changsha . . .	0.0	0.0%	0.0	0.0%	191.4	1.4%	296.1	3.0%
Total	8,436.6	100.0%	12,344.5	100.0%	13,892.2	100.0%	9,850.4	100.0%

Note: Contracted sales shown in the above table exclude car parks sales.

We develop both residential and commercial properties. We classify a property development project as:

- a residential project if 70% or more of the project's total GFA is designated for residential uses (excluding hotels) and less than 100,000 sq.m. of its total GFA is designated for commercial uses (including financial, wholesale and retail uses, offices, serviced apartments and hotels); and
- a mixed-use complex project if (i) more than 30% of the project's total GFA is designated for commercial uses, (ii) 100,000 sq.m. or more of its total GFA is designated for commercial uses, or (iii) the property does not fall within the parameters of our residential projects.

In addition, we categorise our residential properties and mixed-use complexes into different series to delineate the different positioning of each type of property.

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Residential Properties

We categorise our residential properties into four series for the purpose of targeting various segments of the market. The table below sets forth the details of our four series of residential properties:

	FirstHomes (啟航)	SweetHomes (樂居)	DreamHomes (圓夢)	PrestigeHomes (尊享)
Unit GFA	60-90 sq.m.	80-120 sq.m.	90-180 sq.m.	180-430 sq.m.
Target customers	First time buyers/Newlyweds	Young families/ Mid-income households	Mid-to-high income households	High net worth households
Location	Suburban/Outskirt	Suburban	City centres	Prime locations

Mixed-use Complexes

We categorise our mixed-use complexes into three series, details of which are set forth in the below table:

	International Plaza (國際廣場)	City Plaza (城市廣場)	Lifestyle Mall (休閒廣場)
Theme/concept	Luxury shopping mall	Convenience shopping centres	Restaurants and leisure goods retail
Location	Central business districts	Emerging business districts	Emerging business districts
Property types (in addition to retail and residential) . .	Mid to high-end hotel, mid to high-end office and high-end serviced apartments	Mid to high-end hotel and serviced apartments	Mid-tier office space, hotel and serviced apartments
Total GFA	Approx. 300,000 sq.m.	Approx. 500,000 sq.m.	Approx. 50,000 sq.m.
Commercial GFA . . .	Approx. 80,000 to 100,000 sq.m.	Approx. 100,000 to 120,000 sq.m.	Approx. 30,000 sq.m.

Classifications of Our Property Projects

We generally classify our property projects into the following three categories:

- Completed projects or project phases
- Projects under development
- Projects held for future development

Completed projects or project phases

A project or project phase is classified as completed when a completion certificate has been obtained from the relevant government construction authorities.

Projects under development

A project is classified as under development when the required project construction commencement permits have been obtained but a completion certificate has not been obtained for all phases of the project.

Projects held for future development

A property is considered to be held for future development when (i) we have obtained the land use rights certificate, but have not obtained the requisite construction permits or (ii) we have signed a land grant contract for the underlying parcel of land with relevant government authorities.

As some of our projects comprise multiple-phase developments that are completed on a rolling basis, a project under development may include different phases at various stages of completion, under development or held for future development.

Our classification of our properties reflects the basis on which we operate our business and may differ from classifications employed by other developers. Each property project or project phase may require multiple land use rights certificates, construction permits, pre-sale permits and other permits and certificates, which may be issued at different times throughout the development process. Our classification of our properties is also different from the classification of properties in the section headed “Property Valuation Report” in Appendix III and the section headed “Accountant’s Report” in Appendix I to this prospectus.

The differences between our classification of properties and the classification of properties in the Property Valuation Report set out in Appendix III and the “Accountant’s Report” set out in Appendix I to this prospectus are set forth in the table below:

Our Classification	Property Valuation Report	Accountant’s Report
<ul style="list-style-type: none"> • Completed projects or project phases we have obtained the completion certificates from the relevant government construction authorities 	<ul style="list-style-type: none"> • Group I – Properties held by us for sale in the PRC • Group III – Properties held by us for investment in the PRC (property no. 50) 	<ul style="list-style-type: none"> • Completed properties held for sale • Investment property (completed)
<ul style="list-style-type: none"> • Projects under development the required construction commencement permits have been obtained but the relevant completion certificates have not been obtained 	<ul style="list-style-type: none"> • Group III – Properties held by us for investment in the PRC (property no. 48 and 49) • Group IV – Properties held by us under development in the PRC 	<ul style="list-style-type: none"> • Investment properties (under development) • Properties under development for sale

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Our Classification	Property Valuation Report	Accountant's Report
<ul style="list-style-type: none"> • Projects held for future development we have obtained the relevant land use rights certificates, or have signed the relevant land grant contracts but have not yet obtained land use rights certificates, in each case, construction work has not yet commenced 	<ul style="list-style-type: none"> • Group II – Properties held by us for self-occupation in the PRC • Group V – Properties held by us for future development in the PRC • Group VI – Properties contracted to be acquired by us in the PRC • Group VII – Properties intended to be acquired by us in the PRC • Group VIII – Properties leased to us in the PRC 	<ul style="list-style-type: none"> • Land use rights • Leasehold land to be developed • Prepayments for leasehold land • Operating leases

Summary Information Regarding Our Projects

We have obtained all the relevant land use rights certificates for our completed properties and properties under development. As of August 31, 2012, we had not obtained land use rights certificates for approximately 4.1 million sq.m. of our projects held for future development. Accordingly, our property valuer has not assigned any commercial value to such properties held for future development in the Property Valuation Report. As of August 31, 2012, we had outstanding unpaid land premium of RMB3,942.6 million, which we intend to pay according to the terms of the respective land grant contracts or purchase agreements.

For projects that we have entered into the relevant land grant contracts, but have not obtained the relevant land use rights certificates, our PRC legal advisers have advised us that there are no legal impediments to obtain the relevant land use rights certificates for those projects if we are able to perform the commercial obligations under the relevant land grant contracts, including the payment of land premiums, land development costs (if any) and relevant deed tax.

The following tables set out a summary of our property projects. It should be noted that project names used in this prospectus are names we have used, or intend to use, for marketing purpose of our properties. Some of the project names require approval of the relevant authorities, and the relevant authorities may not accept the names we have used or those that we intend to use as the registered names of these projects. As a result, the actual names registered with the relevant authorities may be different from the names used in this prospectus and may be subject to change. Furthermore, for the avoidance of doubt, references to development costs of any property project in this prospectus, whether actual or expected, include the paid or payable (as applicable) portion of land premium for the relevant land use rights under such project.

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Property portfolio summary

The following table sets forth the GFA breakdown of our property portfolio under various stages of development as of August 31, 2012:

PLANNED USE ⁽¹⁾	COMPLETED				UNDER DEVELOPMENT	HELD FOR FUTURE DEVELOPMENT		
	GFA sold	GFA available for sale, lease or use by our Group ⁽²⁾	Other GFA ⁽³⁾	Total	GFA	(A) With land use rights certificates	(B) Land grant contract signed and land use rights certificates to be issued	Total (A+B)
	(sq.m.)	(sq.m.)	(sq.m.)	(sq.m.)	(sq.m.)	(sq.m.)	(sq.m.)	(sq.m.)
Residential	7,507,541	156,252	–	7,663,793	3,284,478	1,763,543	2,469,103	4,232,646
Retail	454,204	197,286	–	651,489	263,351	363,094	228,228	591,321
Serviced apartments	39,689	27,346	–	67,035	209,190	303,232	512,913	816,144
Offices	82,030	21,371	–	103,401	88,191	212,257	30,891	243,148
Hotel	–	–	–	–	–	64,782	–	64,782
Car parks and underground retail ⁽⁴⁾	623,571	508,848	–	1,132,419	923,218	645,676	644,998	1,290,674
Ancillary ⁽⁵⁾	4,071	27,340	367,290	398,701	342,200	210,862	206,510	417,371
Total GFA	8,711,106	938,442	367,290	10,016,838	5,110,628	3,563,445	4,092,642	7,656,087
Attributable								
GFA⁽⁶⁾	4,822,867	574,637	211,750	5,609,254	3,199,678	2,156,681	3,103,927	5,260,608

Notes:

- (1) The table above includes saleable GFA and non-saleable GFA. GFA for residential, retail, serviced apartments, offices, hotel and car parks consists mostly of saleable GFA. GFA for ancillary use consists mostly of non-saleable GFA.
- (2) “GFA Available for sale, lease or use by our Group” does not include the portion of GFA held by us as amenities that is not available for sale or for lease of each of the completed projects or completed phases of a project.
- (3) “Other GFA” comprises the portion of GFA held by us as amenities that is not available for sale or for lease of each of the completed projects or project phase(s).
- (4) “Car parks and underground retail” comprises saleable or rentable parking spaces and underground retail space.
- (5) “Ancillary” comprises above-ground ancillary GFA and underground ancillary GFA, which we held for purposes other than residential use, retail use, serviced apartments, offices, hotels or car parks or underground retail use, most of which are amenities and not available for sale.
- (6) “Attributable GFA” comprises the portion of the total GFA which is attributable to us, based on our effective interests in the relevant project. Our interests in the relevant projects are set out in the Property Valuation Report in Appendix III to this prospectus.

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Completed projects and project phases

The following table sets forth summary information on our completed projects and project phases as of August 31, 2012:

Project	Project type	Completion date	Completed GFA ⁽¹⁾ (sq.m.)	GFA available for sale, lease or use by our Group ⁽²⁾⁽³⁾ (sq.m.)	Other GFA ⁽⁴⁾ (sq.m.)	Ownership interest ⁽⁵⁾	Attributable capital value (RMB million)	Reference in property valuation report (Property No.)
Changzhou								
1. Wanbo Garden (萬博花苑)	Residential	Q2 1999	37,918	—	1,469	51.66%	—	—
2. Future Land Garden (新城花苑)	Residential	Q4 2000	75,028	—	—	51.66%	—	—
3. Pool Garden (清潭花苑)	Residential	Q2 2001	70,018	—	7,618	51.66%	—	—
4. Bay Village (灣裏新村)	Residential	Q3 2003	259,270	—	464	51.66%	—	—
5. Zhong Liang Town (中涼新村)	Residential	Q3 2003	264,109	1,595	—	51.66%	1.5	35
6. Fresh Garden (芳草園)	Residential	Q4 2004	47,937	167	508	51.66%	0.1	34
7. Golden Future Land (金色新城) (partial)	Residential	Q4 2007	585,551	14,094	18,399	51.66%	17.4	8
8. People's Mansion (人民家園)	Residential	Q4 2007	154,497	5,195	2,038	51.66%	11.6	5,6
9. Lakeview (湖畔春秋) (partial)	Residential	Q4 2011	119,667	3,284	2,827	93.78%	46.2	32
10. Four Seasons Future Land (四季新城)	Residential	Q4 2008	404,462	21,292	548	51.66%	42.7	36,37,38,50
11. Splendid Apartments (旺府公寓)	Residential	Q4 2008	27,025	—	632	93.78%	—	—
12. Future Land Blue Diamond (新城藍鑽)	Residential	Q1 2009	200,616	13,823	3,464	51.66%	15.2	9,10
13. Yulong Bay (玉龍灣)	Residential	Q2 2012	284,341	13,584	20,128	51.96%	13.6	14
14. Future Land Emporium (新城帝景) (partial)	Residential	Q4 2009	58,755	16,364	998	51.72%	91.1	17
15. Changzhou Future Land Scenic Garden (常州新城逸境)	Residential	Q4 2009	174,228	11,467	7,226	51.66%	14.9	7
16. Changzhou New City Residence (常州新城市館) (partial)	Residential	Q2 2012	420,409	27,232	21,813	51.66%	73.8	2,3
17. Future Land Southern Metropolis (新城南都) (partial)	Residential	Q2 2010	864,410	37,571	—	53.93%	109.6	12
18. Wanbo Fashion Mall (北岸城)	Mixed-use	Q2 2010	30,387	3,647	1,900	91.62%	93.6	33
19. Future Land Long Island (新城長島) (partial)	Residential	Q4 2010	336,520	26,578	4,504	51.66%	38.0	4
20. Changzhou Upper East (常州尚東區)	Residential	Q4 2010	209,511	8,052	11,422	51.66%	7.7	13
21. Fuhan Garden (府翰苑)	Residential	Q1 2011	378,386	4,740	12,857	93.78%	13.4	31
22. Future Capital (新城首府) (partial)	Residential	Q4 2011	228,198	88,397	12,699	51.66%	652.7	11
23. Future Land Splendid Park (新城熙園)	Residential	Q4 2011	125,604	16,838	7,566	51.66%	30.5	1
24. Park No.1 (公園壹號) (partial)	Residential	Q3 2011	391,609	37,919	19,276	53.75%	105.1	15
25. Xincheng Geniality Bay (常州清水灣)	Residential	Q2 2012	467,315	43,467	32,838	53.48%	48.0	16
26. Xincheng Future Town (常州新城域) (partial)	Residential	Q4 2011	174,776	13,288	22,352	51.66%	15.4	40
27. Injoy Plaza (吾悅廣場) (partial)	Mixed-use	Q2 2012	362,622	201,599	31,203	91.62%	1,349.3	42,49
28. Changzhou Future Land Golden County (常州新城金郡) (partial)	Residential	Q2 2012	101,936	19,136	4,749	51.66%	142.3	43
Shanghai								
29. Future Land Maple Garden (新城楓景園)	Residential	Q2 2006	158,346	2,158	3,537	51.89%	1.8	22
30. Shanghai Future Land Scenic Garden (上海新城逸境園)	Residential	Q3 2006	52,640	1,158	409	51.89%	1.3	21
31. Future Land Splendid View Garden (新城尚景苑)	Residential	Q4 2006	81,937	4,007	2,829	51.89%	3.4	24
32. Clear Water Garden (清水頤園)	Residential	Q4 2008	290,837	3,368	7,552	51.89%	3.1	23
33. Park View International Community B (上海新城金郡 B) (partial)	Residential	Q2 2012	119,771	15,294	10,800	51.89%	36.6	26
34. Future Land Glorious View Garden (新城盛景園)	Residential	Q2 2011	325,918	9,459	8,547	51.89%	8.5	25
35. Yoho City (悠活城) (partial)	Residential	Q4 2011	67,488	6,832	2,252	51.89%	20.9	39
36. Park View International Community A (上海新城金郡 A)	Residential	Q4 2011	56,855	12,964	3,875	51.89%	19.4	41
37. Exalted Uptown (尚上城) (partial)	Residential	Q3 2012	78,619	74,020	4,044	51.89%	449.3	44
38. Gorgeous Mansion (憶華里) (partial)	Residential	Q3 2012	91,143	16,895	6,208	51.89%	79.4	45
Nanjing								
39. Nanjing Future Land Scenic Garden (南京新城逸境)	Residential	Q4 2004	46,265	39	—	51.89%	0.0	18
40. Nanjing Upper East (南京尚東區)	Residential	Q2 2008	171,561	6,537	—	51.89%	23.0	19
41. Lofty Position (尚座)	Residential	Q4 2009	49,178	544	—	51.89%	1.8	20
Kunshan								
42. Oannes (翡翠灣)	Residential	Q2 2011	299,720	44,549	15,193	51.89%	45.5	27
43. Kunshan Future Land Territory (昆山新城域)	Residential	Q4 2011	633,455	46,248	22,352	51.71%	55.1	28
Wuxi								
44. Glorious Century Future Land (盛世新城)	Residential	Q4 2011	319,711	24,626	20,706	53.93%	65.0	30
Suzhou								
45. Suzhou Future Land Golden County (蘇州新城金郡) (partial)	Residential	Q2 2012	318,290	40,415	9,491	53.93%	84.9	29

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Project	Project type	Completion date	Completed GFA ⁽¹⁾ (sq.m.)	GFA available for sale, lease or use by our Group ⁽²⁾⁽³⁾ (sq.m.)	Other GFA ⁽⁴⁾ (sq.m.)	Ownership interest ⁽⁵⁾	Attributable capital value (RMB million)	Reference in property valuation report (Property No.)
Total Completed GFA			10,016,838	938,442	367,290		3,832.7	
Total Attributable GFA⁽⁶⁾			5,609,255	574,637	211,750			

Notes:

- (1) “Completed GFA” is based on figures stated in the surveying reports or completion certificates by relevant government departments. It includes attributable value of amenities.
- (2) Certain completed projects have no GFA available for sale, lease or use by our Group as all saleable and rentable GFA have been sold, pre-sold or rented out.
- (3) “GFA available for sale, lease or use by our Group” does not include the portion of GFA held by us as amenities, which is not available for sale or for lease, of each of the completed projects or phase(s) of projects.
- (4) “Other GFA” includes the portion of GFA held by us as amenities, which is not available for sale or for lease, of each of the completed projects or phase(s) of projects.
- (5) “Ownership interest” is based on our effective ownership interest in the respective project companies.
- (6) “Total attributable GFA” comprises the portion of the total GFA that is attributable to us based on our effective interests in the relevant project. Our interests in the relevant projects are set out in the Property Valuation Report in Appendix III to this prospectus.

Properties under development and properties held for future development

The following table sets forth summary information on our projects under development and projects held for future development as of August 31, 2012.

Project ⁽¹⁾	Project company	Project type	Site area (sq.m.)	Estimated construction schedule ⁽²⁾	Pre-sale permit ⁽³⁾		UNDER DEVELOPMENT			HELD FOR FUTURE DEVELOPMENT ⁽¹⁾			Attributable capital value ⁽⁷⁾ (RMB million)	Group's interest in the project %	Reference to property valuation report	
					Pre-sale date	Saleable GFA (sq.m.)	Total GFA ⁽⁴⁾ (sq.m.)	Saleable/rentable GFA ⁽⁵⁾ (sq.m.)	GFA pre-sold ⁽⁶⁾ (sq.m.)	Total GFA ⁽⁵⁾ (sq.m.)	Land use rights not yet obtained ⁽⁵⁾ (sq.m.)					
												Development costs incurred (RMB million)				Estimated future development costs (RMB million)
Changzhou																
1. Golden Future Land (金色新城)	Changzhou Future Land ⁽⁸⁾	Residential	248,536	Q1 2002 – Q4 2014	N/A	N/A	–	–	–	38,100	38,100	1,591.4	142.2	51.66%	87.8	101
Residential							–	–	–	34,000	34,000					
Car parks and underground retail ⁽⁹⁾							–	–	–	4,100	4,100					
2. Future Land Southern Metropolis (新城南都) Land																
Residential	Jiangsu Future Land	Residential	476,007	Q2 2004 – Q4 2013	N/A	N/A	–	–	–	51,790	–	2,006.0	108.8	53.93%	156.9	82
Retail							–	–	–	19,300	–					
Serviced apartments							–	–	–	12,000	–					
Car parks and underground retail ⁽⁹⁾							–	–	–	19,682	–					
Ancillary ⁽¹⁰⁾							–	–	–	808	–					
3. Lakeview (湖畔春秋) Wealth Zone																
Residential	Changzhou	Residential	227,362	Q1 2005 – Q4 2013	N/A	N/A	–	–	–	5,753	–	488.3	18.6	93.78%	38.4	96
4. Park No. 1 (公園壹號) Dongsheng ⁽⁸⁾ and Changzhou Future Land Dongjun ⁽⁸⁾																
Residential	Changzhou	Residential	266,330	Q2 2006 – Q4 2013	Q4 2010 Q4 2011 Q3 2012	104,145 38,036 25,279	229,940	206,185	142,180	–	–	1,930.8	155.5	53.75%	325.7	53
Car parks and underground retail ⁽⁹⁾							186,992	186,992	142,180	–	–					
Ancillary ⁽¹⁰⁾							14,559	14,559	–	–	–					
							28,389	4,634 ⁽¹⁰⁾	–	–	–					

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Project ⁽¹⁾	Project company	Project type	Site area	Estimated construction schedule ⁽²⁾	Pre-sale permit ⁽³⁾		UNDER DEVELOPMENT				HELD FOR FUTURE DEVELOPMENT ⁽¹⁾				Reference to property valuation report	
					Pre-sale date	Saleable GFA	Total GFA ⁽⁴⁾	Saleable/rentable GFA ⁽⁵⁾	GFA pre-sold ⁽⁶⁾	Total GFA ⁽⁵⁾	Land use rights not yet obtained ⁽⁵⁾	Development costs incurred	Estimated future development costs	Group's interest in the project		Attributable capital value ⁽⁷⁾
5. Changzhou New City Residence (常州新城公寓) . . . Future Land ⁽⁸⁾																
Residential		Residential	345,063	Q3 2006 – Q4 2015	Q3 2011	15,098	17,566	16,927	7,725	239,110	121,811	1,923.6	1,125.0	51.66%	396.2	57,79,102
Retail							1,969	1,969	115	–	211,539	107,766	–	–	–	–
Serviced apartments							13,129	13,129	7,610	–	–	–	–	–	–	–
Car parks and underground retail ⁽⁹⁾							1,829	1,829	–	10,193	5,187	–	–	–	–	–
Ancillary ⁽¹⁰⁾							639	–	–	17,378	8,859	–	–	–	–	–
6. Future Land Long Island (新城長島) . . . Future Land ⁽⁸⁾																
Residential		Residential	338,089	Q3 2006 – Q4 2016	N/A	N/A	–	–	–	332,221	–	1,083.7	1,161.3	51.66%	492.3	83
Car parks and underground retail ⁽⁹⁾							–	–	–	233,200	–	–	–	–	–	–
Ancillary ⁽¹⁰⁾							–	–	–	51,940	–	–	–	–	–	–
7. Future Capital (新城首府) . . . Changzhou Future Land ⁽⁸⁾																
Residential		Residential	92,100	Q2 2008 – Q4 2013	Q2 2011	50,331	65,710	62,655	37,457	–	–	1,955.8	198.5	51.66%	180.3	51
Car parks and underground retail ⁽⁹⁾					Q3 2011	12,324	50,331	50,331	33,542	–	–	–	–	–	–	–
Ancillary ⁽¹⁰⁾							3,055	–	–	–	–	–	–	–	–	–
8. Future Land Emporium (新城帝景) . . . Wanfang ⁽⁸⁾																
Residential		Residential	212,299	Q3 2008 – Q2 2016	N/A	N/A	–	–	–	496,786	–	542.3	2,983.3	51.72%	804.2	80
Serviced apartments							–	–	–	278,000	–	–	–	–	–	–
Hotel							–	–	–	59,700	–	–	–	–	–	–
Car parks and underground retail ⁽⁹⁾							–	–	–	38,800	–	–	–	–	–	–
Ancillary ⁽¹⁰⁾							–	–	–	107,586	–	–	–	–	–	–

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Project ⁽¹⁾	Project company	Project type	Site area (sq.m.)	Estimated construction schedule ⁽²⁾	Pre-sale permit ⁽³⁾		UNDER DEVELOPMENT				HELD FOR FUTURE DEVELOPMENT ⁽¹⁾			Group's interest in the project	Estimated future development costs (RMB million)	Development costs incurred (RMB million)	Attributable capital value ⁽⁷⁾	Reference to property valuation report
					Pre-sale date	Saleable GFA (sq.m.)	Total GFA ⁽⁴⁾ (sq.m.)	Saleable/rentable GFA ⁽⁵⁾ (sq.m.)	GFA pre-sold ⁽⁶⁾ (sq.m.)	Total GFA ⁽⁵⁾ (sq.m.)	Land use rights not yet obtained ⁽⁵⁾ (sq.m.)							
9.	Injoy International Plaza (吾悦國際廣場)	Changzhou Future Land Wanbo	31,920	Q1 2010 – Q4 2012	Q1 2010	79,290	292,310	260,692	66,319	–	–	–	–	–	360.1	2,140.9	2,516.8	48,71
	Residential						76,371	76,371	53,499	–	–	–	–	–	–	–	–	–
	Retail						77,721	77,721	–	–	–	–	–	–	–	–	–	–
	Serviced apartments						11,516	11,516	10,142	–	–	–	–	–	–	–	–	–
	Offices						36,376	36,376	2,678	–	–	–	–	–	–	–	–	–
	Car parks and underground retail ⁽⁹⁾						58,708	58,708	–	–	–	–	–	–	–	–	–	–
	Ancillary ⁽¹⁰⁾						31,619	–	–	–	–	–	–	–	–	–	–	–
10.	Changzhou Future Land Golden County (常州新城金郡)	Changzhou Future Land Jinjun ⁽⁸⁾	77,820	Q2 2010 – Q2 2014	Q1 2011 Q3 2011 Q1 2012	2,905 29,800 66,096	111,547	98,801	32,707	51,004	–	–	–	–	470.1	1,396.9	382.8	52,90
	Residential						63,514	63,514	29,428	49,257	–	–	–	–	–	–	–	–
	Retail						5,977	5,977	3,280	–	–	–	–	–	–	–	–	–
	Car parks and underground retail ⁽⁹⁾						29,310	29,310	–	–	–	–	–	–	–	–	–	–
	Ancillary ⁽¹⁰⁾						12,746	–	–	1,747	–	–	–	–	–	–	–	–
11.	Xincheng Future Town (常州新城城)	Changzhou Future Land Wanjia ⁽⁸⁾	233,381	Q2 2010 – Q4 2014	Q1 2011 Q3 2011 Q1 2012 Q2 2012	83,482 74,501 70,955 70,299	389,124	369,531	259,628	81,411	–	–	–	–	535.2	1,696.6	996.0	58,81
	Residential						299,236	299,236	259,628	–	–	–	–	–	–	–	–	–
	Retail						1,080	1,080	–	54,636	–	–	–	–	–	–	–	–
	Service apartments						–	–	–	–	–	–	–	–	–	–	–	–
	Offices						–	–	–	–	–	–	–	–	–	–	–	–
	Car parks and underground retail ⁽⁹⁾						69,215	69,215	–	17,678	–	–	–	–	–	–	–	–
	Ancillary ⁽¹⁰⁾						19,593	–	–	9,097	–	–	–	–	–	–	–	–

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Project ⁽¹⁾	Project company	Project type	Site area (sq.m.)	Estimated construction schedule ⁽²⁾	Pre-sale permit ⁽³⁾			UNDER DEVELOPMENT			HELD FOR FUTURE DEVELOPMENT ⁽¹⁾			Group's interest in the project	Estimated future development costs (RMB million)	Attributable capital value ⁽⁷⁾	Reference to property valuation report
					Pre-sale date	Saleable GFA	Total GFA ⁽⁴⁾	Saleable/rentable GFA ⁽⁵⁾	GFA pre-sold ⁽⁶⁾	Total GFA ⁽⁵⁾	Land use rights not yet obtained ⁽⁵⁾						
												(sq.m.)	(sq.m.)				
12. Injoy Plaza (吾悦廣場)	Changzhou Future Land Hongye	Mixed-use	177,660	Q3 2010 – Q4 2015	Q2 2011 Q3 2011 Q4 2011 Q2 2012	62,464 87,467 56,856 89,984	354,232	340,165	166,533	267,056	–	2,790.9	1,270.3	91.62%	2,138.4	59.89	
Residential							236,436	236,436	162,939	–	–						
Retail							3,479	3,479	1,060	35,002	–						
Serviced apartments							27,623	27,623	–	–	–						
Offices							29,233	29,233	2,534	175,509	–						
Car parks and underground retail ⁽⁹⁾							43,393	43,393	–	31,087	–						
Ancillary ⁽¹⁰⁾							14,067	–	–	25,458	–						
13. Future Land Consequence (香港半島)	Changzhou Future Land Chuangjia ⁽⁸⁾	Residential	130,540	Q2 2011 – Q3 2014	Q4 2011 Q1 2012	171,401 20,684	369,074	331,978	133,526	–	–	1,753.0	792.9	51.89%	728.5	55	
Residential					Q3 2012	39,203	254,468	254,468	118,075	–	–						
Retail							5,620	5,620	–	–	–						
Car parks and underground retail ⁽⁹⁾							71,891	71,891	15,451	–	–						
Ancillary ⁽¹⁰⁾							37,096	–	–	–	–						
14. Future France (香港萊佛)	Changzhou Hengtu ⁽⁸⁾	Residential	185,080	Q2 2011 – Q4 2015	Q3 2011 Q4 2011 Q2 2012 Q3 2012	67,070 22,223 55,625 72,327	291,071	281,864	111,660	292,747	–	1,169.1	1,347.2	51.66%	625.1	54.78	
Residential							217,245	217,245	111,660	223,426	–						
Retail							6,389	6,389	–	700	–						
Car parks and underground retail ⁽⁹⁾							58,230	58,230	–	52,844	–						
Ancillary ⁽¹⁰⁾							9,207	–	–	15,777	–						

Project ⁽¹⁾	Project company	Project type	Site area (sq.m.)	Estimated construction schedule ⁽²⁾	UNDER DEVELOPMENT				HELD FOR FUTURE DEVELOPMENT ⁽¹⁾				Reference to property valuation report		
					Pre-sale permit ⁽³⁾		Saleable/rentable GFA ⁽⁵⁾ (sq.m.)	GFA pre-sold ⁽⁶⁾ (sq.m.)	Total GFA ⁽⁵⁾ (sq.m.)	Land use rights not yet obtained ⁽⁵⁾ (sq.m.)					
					Pre-sale date	Saleable GFA (sq.m.)									
15. Injoy Lifestyle Plaza (吾悦生活廣場)	Changzhou	Mixed-use	15,535	Q3 2011 – Q4 2012	Q3 2011	43,285	85,281	83,069	51,861	–	–	–	60		
	Future Land Wansheng				Q4 2011	20,676									
	Residential						20,703	20,703	20,548						
	Retail						20,676	20,676	12,324						
	Offices						22,582	22,582	18,989						
	Car parks and underground retail ⁽⁹⁾						19,108	19,108	–						
	Ancillary ⁽¹⁰⁾						2,212	–	–						
16. Logistics Hub Land Parcel Project (儲運公司地塊項目)	Changzhou	Residential	40,650	Q1 2013 – Q4 2014	N/A	N/A	–	–	–	125,875	–	–	95		
	Future Land Jinjun ⁽⁸⁾														
	Residential						–	–	–	99,780	–				
	Car parks and underground retail ⁽⁹⁾						–	–	–	20,700	–				
	Ancillary ⁽¹⁰⁾						–	–	–	5,395	–				
17. Xitaihu Road East Project (西太湖大道東側項目)	Future Land Wanbo	Mixed-use	187,436	Q1 2013 – Q4 2016	N/A	N/A	–	–	–	498,946	498,946	2,966.7	110		
	Retail						–	–	–	35,640	35,640	1,568.5			
	Serviced apartments						–	–	–	363,490	363,490				
	Offices						–	–	–	30,891	30,891				
	Car parks and underground retail ⁽⁹⁾						–	–	–	45,261	45,261				
	Ancillary ⁽¹⁰⁾						–	–	–	23,664	23,664				
Development costs incurred										(RMB million)	268.6				
Estimated future development costs										(RMB million)	55.0		91.62%	619.4	
Group's interest in the project										%					
Attributable capital value ⁽⁷⁾										(RMB million)					

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Project ⁽¹⁾	Project company	Project type	Site area (sq.m.)	Estimated construction schedule ⁽²⁾	Pre-sale permit ⁽³⁾		UNDER DEVELOPMENT			HELD FOR FUTURE DEVELOPMENT ⁽¹⁾			Group's interest in the project %	Attributable capital value ⁽⁷⁾ (RMB million)	Reference to property valuation report (Property No.)	
					Pre-sale date	Saleable GFA (sq.m.)	Total GFA ⁽⁴⁾ (sq.m.)	Saleable/rentable GFA ⁽⁵⁾ (sq.m.)	GFA pre-sold ⁽⁶⁾ (sq.m.)	Land use rights not yet obtained ⁽⁵⁾ (sq.m.)	Development costs incurred (RMB million)	Estimated future development costs (RMB million)				
18. Hutang Project (湖塘項目) Future Land Wanbo and Hong Kong Prosperity																
Residential			323,459	Q1 2013 – Q4 2017	N/A	N/A	–	–	–	–	1,001,114	1,001,114	95.73%	3,521.9	111	
Retail							–	–	–	–	597,307	597,307				
Serviced apartments							–	–	–	–	122,600	122,600				
Car parks and underground retail ⁽⁹⁾							–	–	–	–	77,100	77,100				
Ancillary ⁽¹⁰⁾							–	–	–	–	157,788	157,788				
19. Fragrant Legend (香溢濃蔭)																
	Changzhou	Residential	169,035	Q2 2012 – Q2 2015	Q2 2012	51,679	247,766	224,281	26,802	306,935	267,540	1,199.0	1,620.0	51.66%	741.3	56,98,103
	Future Land ⁽⁸⁾															
Residential							176,673	176,673	26,802	225,368	190,537					
Retail							1,085	1,085	–	14,918	12,225					
Car parks and underground retail ⁽⁹⁾							46,523	46,523	–	64,218	64,218					
Ancillary ⁽¹⁰⁾							23,485	–	–	2,431	560					
20. New Airport Road Project (新機場路項目)																
	Changzhou	Mixed-use	55,048	Q1 2014 – Q4 2015	N/A	N/A	–	–	–	103,785	–	30.4	347.2	51.66%	114.7	77
	Future Land ⁽⁸⁾															
Serviced apartments							–	–	–	–	–					
Offices							–	–	–	–	–					
Car parks and underground retail ⁽⁹⁾							–	–	–	–	–					
Ancillary ⁽¹⁰⁾							–	–	–	–	–					
21. Xingye Road North Land Parcel Project (興業路北地塊項目)																
	Changzhou	Mixed-use	55,585	Q3 2012 – Q4 2013	N/A	N/A	–	–	–	135,347	135,347	67.1	604.9	91.62%	614.8	108
	Fulong															
Residential							–	–	–	–	69,982					
Retail							–	–	–	–	5,338					
Serviced apartments							–	–	–	–	35,000					
Car parks and underground retail ⁽⁹⁾							–	–	–	–	17,156					
Ancillary ⁽¹⁰⁾							–	–	–	–	7,871					

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Project ⁽¹⁾	Project company	Project type	Site area	Estimated construction schedule ⁽²⁾	Pre-sale permit ⁽³⁾		UNDER DEVELOPMENT				HELD FOR FUTURE DEVELOPMENT ⁽¹⁾				Group's interest in the project	Estimated future development costs	Development costs incurred	Attributable capital value ⁽⁷⁾	Reference to property valuation report
					Pre-sale date	Saleable GFA	Total GFA ⁽⁴⁾	Saleable/rentable GFA ⁽⁵⁾	GFA pre-sold ⁽⁶⁾	Total GFA ⁽⁵⁾	Land use rights not yet obtained ⁽⁵⁾								
												(sq.m.)	(sq.m.)	(sq.m.)					
22. Changxin Road Project (常新路項目) ⁽¹¹⁾	Changzhou Jiafeng	N/A ⁽¹¹⁾	266,030	N/A	N/A	N/A	—	—	—	—	N/A ⁽¹¹⁾	N/A ⁽¹¹⁾	N/A ⁽¹¹⁾	51.66%	N/A ⁽¹¹⁾	N/A ⁽¹¹⁾	188.6	46.47	
Shanghai																			
23. Park View International	Shanghai Future Land	Residential	93,463	Q4 2009 – Q2 2013	Q4 2011	25,692	113,638	107,907	55,744	—	—	—	—	51.89%	142.1	1,283.5	390.7	63	
Community B (上海新城金郡B)																			
Residential							45,548	45,548	44,990	—	—	—	—						
Retail							2,693	2,693	2,312	—	—	—	—						
Serviced apartments							26,973	26,973	8,442	—	—	—	—						
Car parks and underground retail ⁽⁹⁾							32,693	32,693	—	—	—	—	—						
Ancillary ⁽¹⁰⁾							5,731	—	—	—	—	—	—						
24. YOHO City (悠活城)																			
	Shanghai Future Land Wanjia ⁽⁸⁾	Residential	78,369	Q4 2009 – Q4 2013	Q4 2010	22,130	164,942	153,097	74,198	—	—	—	—	51.89%	137.8	1,240.7	792.9	62	
Residential					Q2 2011	28,144	88,065	88,065	73,748	—	—	—	—						
Retail							12,072	12,072	450	—	—	—	—						
Serviced apartments							20,269	20,269	—	—	—	—	—						
Car parks and underground retail ⁽⁹⁾							32,692	32,692	—	—	—	—	—						
Ancillary ⁽¹⁰⁾							11,844	—	—	—	—	—	—						
25. Park View International																			
	Shanghai Future Land	Residential	70,090	Q3 2010 – Q4 2014	Q4 2011	29,954	94,037	89,100	46,798	84,604	—	—	—	51.89%	445.8	917.7	666.8	64.85	
Community A (上海新城金郡A)																			
Residential							49,269	49,269	46,798	—	—	—	—						
Retail							12,347	12,347	—	22,696	—	—	—						
Serviced apartments							—	—	—	39,588	—	—	—						
Car parks and underground retail ⁽⁹⁾							27,484	27,484	—	18,060	—	—	—						
Ancillary ⁽¹⁰⁾							4,937	—	—	4,260	—	—	—						

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Project ⁽¹⁾	Project company	Project type	Site area	Estimated construction schedule ⁽²⁾	Pre-sale permit ⁽³⁾		UNDER DEVELOPMENT			HELD FOR FUTURE DEVELOPMENT ⁽¹⁾			Group's interest in the project	Estimated future development costs	Development costs incurred	Attributable capital value ⁽⁷⁾	Reference to property valuation report
					Pre-sale date	Saleable GFA	Total GFA ⁽⁴⁾	Saleable/rentable GFA ⁽⁵⁾	GFA pre-sold ⁽⁶⁾	Total GFA ⁽⁵⁾	Land use rights not yet obtained ⁽⁵⁾						
												(sq.m.)					
26. Exalted Uptown (尚上城) Shanghai Future Land Chuanghong ⁽⁸⁾																	
Residential		Residential	65,944	Q1 2011 – Q2 2013	Q4 2011	29,072	93,167	87,350	46,392	–	–	–	%	131.8	1,361.0	346.6	65
Retail					Q3 2012	32,013											
Service apartments																	
Car parks and underground retail ⁽⁹⁾																	
Ancillary ⁽¹⁰⁾																	
27. Gorgeous Mansion (耀華里) Shanghai Future Land Jinjun ⁽⁸⁾																	
Residential		Residential	137,046	Q4 2010 – Q2 2014	Q4 2011	36,939	72,733	68,968	51,881	153,220	–	–	51.89%	713.2	1,898.7	579.1	61,84
Retail					Q2 2012	18,150											
Hotel																	
Car parks and underground retail ⁽⁹⁾																	
Ancillary ⁽¹⁰⁾																	
28. Legend Mansion (上海新城公館) Shanghai Future Land Nanjun ⁽⁸⁾																	
Residential		Residential	45,152	Q4 2010 – Q4 2012	Q3 2011	58,851	104,279	97,856	44,496	–	–	–	51.89%	149.3	1,480.3	622.7	66
Retail					Q4 2011	14,708											
Service apartments																	
Car parks and underground retail ⁽⁹⁾																	
Ancillary ⁽¹⁰⁾																	
29. Petrus Hacienda (赫蘭碧翠園) Shanghai Future Land Dongjun ⁽⁸⁾																	
Residential		Residential	79,328	Q1 2011 – Q4 2012	Q4 2011	48,572	200,643	174,949	44,488	–	–	–	53.93%	654.9	1,159.2	1,383.3	67
Car parks and underground retail ⁽⁹⁾																	
Ancillary ⁽¹⁰⁾																	

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Project ⁽¹⁾	Project company	Project type	Site area	Estimated construction schedule ⁽²⁾	Pre-sale permit ⁽³⁾		UNDER DEVELOPMENT			HELD FOR FUTURE DEVELOPMENT ⁽¹⁾			Group's interest in the project	Estimated future development costs	Development costs incurred	Attributable capital value ⁽⁷⁾	Reference to property valuation report
					Pre-sale date	Saleable GFA	Total GFA ⁽⁴⁾	Saleable/rentable GFA ⁽⁵⁾	GFA pre-sold ⁽⁶⁾	Total GFA ⁽⁵⁾	Land use rights not yet obtained ⁽⁵⁾						
												(sq.m.)					
30. Golden Territory (金色领域)	Shanghai Wanzhicheng ⁽⁸⁾	Residential	90,013	Q3 2011 – Q4 2013	Q4 2011	31,534	96,767	90,852	39,591	130,779	–	–	25.95%	925.3	1,534.9	407.7	75.93
Residential					Q2 2012	11,814	72,670	72,670	39,591	103,177	–	–					
Retail							–	–	–	2,335	–	–					
Car parks and underground retail ⁽⁹⁾							18,182	18,182	–	20,089	–	–					
Ancillary ⁽¹⁰⁾							5,915	–	–	5,168	–	–					
31. Hongde Road Project (洪德路项目)	Shanghai Future Land Chuangyu ⁽⁸⁾	Residential	41,895	Q2 2013 – Q2 2015	N/A	N/A	–	–	–	87,835	–	–	51.88%	321.3	628.5	309.8	86
Residential							–	–	–	53,626	–	–					
Retail							–	–	–	6,714	–	–					
Offices							–	–	–	5,295	–	–					
Car parks and underground retail ⁽⁹⁾							–	–	–	20,803	–	–					
Ancillary ⁽¹⁰⁾							–	–	–	1,398	–	–					
32. Baiyin Road A11-4 Land Parcel Project (白银路 A11-4 地块项目)	Shanghai Fuming ⁽⁸⁾	Residential	35,259	Q4 2012 – Q4 2013						70,732			51.88%	257.5	311.2	261.0	99
Residential										39,146							
Retail										11,283							
Car parks and underground retail ⁽⁹⁾										12,818							
Ancillary ⁽¹⁰⁾										7,485							
Nanjing																	
33. New Golden Town (南京新城金郡)	Nanjing Future Land Wanjia ⁽⁸⁾	Residential	47,458	Q3 2010 – Q4 2012	Q4 2010	33,541	132,714	125,035	89,215	–	–	–	51.88%	68.2	980.0	497.6	70
					Q1 2011	27,812											
					Q2 2011	13,729											
					Q3 2011	13,915											
					Q4 2011	7,138											
Residential							101,781	101,781	88,130	–	–	–					
Retail							1,915	1,915	1,084	–	–	–					
Car parks and underground retail ⁽⁹⁾							21,339	21,339	–	–	–	–					
Ancillary ⁽¹⁰⁾							7,679	–	–	–	–	–					

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Project ⁽¹⁾	Project company	Project type	Site area (sq.m.)	Estimated construction schedule ⁽²⁾	Pre-sale permit ⁽³⁾		UNDER DEVELOPMENT			HELD FOR FUTURE DEVELOPMENT ⁽¹⁾			Group's interest in the project %	Attributable capital value ⁽⁷⁾ (RMB million)	Reference to property valuation report (Property No.)
					Pre-sale date	Saleable GFA (sq.m.)	Total GFA ⁽⁴⁾ (sq.m.)	Saleable/rentable GFA ⁽⁵⁾ (sq.m.)	GFA pre-sold ⁽⁶⁾ (sq.m.)	Total GFA ⁽⁵⁾ (sq.m.)	Land use rights not yet obtained ⁽⁵⁾ (sq.m.)				
												Development costs incurred (RMB million)			
34. Nanjing Future France (南京香溢紫郡)	Nanjing Future Land Yunsheng ⁽⁸⁾	Residential	239,116	Q4 2011 – Q2 2016	Q4 2011 Q1 2012 Q3 2012	31,787 20,688 45,144	232,141	210,480	78,726	452,275	281,667	2,288.9	51.89%	629.4	74,97,105
Residential							153,012	153,012	78,726	350,777	227,535				
Retail							20,865	20,865	–	2,000	2,000				
Serviced apartments							16,852	16,852	–	–	–				
Car parks and underground retail ⁽⁹⁾							19,752	19,752	–	81,229	43,500				
Ancillary ⁽¹⁰⁾							21,661	–	–	18,268	8,632	1,656.3			
35. Hubei Road Project (湖北路项目)	Nanjing Future Land Chuangzhi ⁽⁸⁾	Mixed-use	11,627	Q2 2013 – Q4 2015	N/A	N/A	–	–	–	52,650	10,530	421.2	51.89%	386.6	88,104
Retail							–	–	–	36,250	7,250				
Car parks and underground retail ⁽⁹⁾							–	–	–	14,950	2,990				
Ancillary ⁽¹⁰⁾							–	–	–	1,450	290				
Kunshan															
36. Kunshan Future France (昆山香溢紫郡)	Kunshan Future Land Chuangzhong ⁽⁸⁾	Residential	140,085	Q2 2012 – Q4 2014	Q2 2012	34,242	73,669	70,531	30,661	334,564	190,640	755.3	53.93%	1,138.5	76,94,106
Residential							70,531	70,531	30,661	136,271	136,080				
Retail							–	–	–	53,502	–				
Serviced apartments							–	–	–	19,566	–				
Office							–	–	–	8,541	–				
Car parks and underground retail ⁽⁹⁾							–	–	–	78,653	28,262				
Ancillary ⁽¹⁰⁾							3,138	–	–	38,031	26,298				

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Project ⁽¹⁾	Project company	Project type	Site area (sq.m.)	Estimated construction schedule ⁽²⁾	Pre-sale permit ⁽³⁾		UNDER DEVELOPMENT				HELD FOR FUTURE DEVELOPMENT ⁽¹⁾		Development costs incurred (RMB million)	Estimated future development costs (RMB million)	Group's interest in the project %	Attributable capital value ⁽⁷⁾ (RMB million)	Reference to property valuation report (Property No.)
					Pre-sale date	Saleable GFA (sq.m.)	Total GFA ⁽⁴⁾ (sq.m.)	Saleable/rentable GFA ⁽⁵⁾ (sq.m.)	GFA pre-sold ⁽⁶⁾ (sq.m.)	Total GFA ⁽⁵⁾ (sq.m.)	Land use rights not yet obtained ⁽⁵⁾ (sq.m.)						
37. Kunshan Future Land Territory																	
West Project		Kunshan Future Land	Mixed-use	65,582	Q2 2013 – Q4 2015	N/A	N/A	–	–	–	210,497	210,497	88.7	949.2	72.78%	428.7	109
(昆山新城城西創項目)		Chuangyu ⁽⁶⁾															
Residential								–	–	–	111,134	111,134					
Retail								–	–	–	20,015	20,015					
Serviced apartments								–	–	–	32,400	32,400					
Car parks and underground retail ⁽⁹⁾								–	–	–	35,720	35,720					
Ancillary ⁽¹⁰⁾								–	–	–	11,228	11,228					
Wuxi																	
38. Up Town (尚東雅園)																	
		Wuxi Future Land	Residential	143,514	Q4 2010 – Q2 2014	Q2 2011	61,387	335,581	322,580	90,650	113,247	–	1,931.5	990.4	53.93%	1,074.8	72.87
		Chuangzhi ⁽⁸⁾				Q3 2011	86,669										
						Q3 2012	60,196										
	Residential							253,896	253,896	90,650	46,673	–					
	Retail							6,626	6,626	–	24,528	–					
	Serviced apartments							–	–	–	15,665	–					
	Car parks and underground retail ⁽⁹⁾							62,058	62,058	–	23,718	–					
	Ancillary ⁽¹⁰⁾							13,001	–	–	2,662	–					
39. East China Home Decor Centre (華東家居中心)																	
		Wuxi Future Land Wanbo	Mixed-use	34,257	Q3 2011 – Q4 2012	Q4 2011	66,847	149,823	142,691	32,936	–	–	856.3	147.3	91.71%	948.3	73
	Retail					Q1 2012	39,410										
								52,591	52,591	21,467	–	–					
	Serviced apartments							43,327	43,327	11,469	–	–					
	Car parks and underground retail ⁽⁹⁾							46,773	46,773	–	–	–					
	Ancillary ⁽¹⁰⁾							7,132	–	–	–	–					
40. Jincheng East Road Project (金城東路項目)																	
		Wuxi Future Land Wanjia ⁽⁸⁾	Residential	71,566	Q4 2012 – Q4 2014	N/A	N/A	–	–	–	261,485	261,485	440.5	1,004.1	53.93%	377.5	112
	Residential										190,800	190,800					
	Retail										7,073	7,073					
	Car parks and underground retail ⁽⁹⁾										55,020	55,020					
	Ancillary ⁽¹⁰⁾										8,592	8,592					

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Project ⁽¹⁾	Project company	Project type	Site area (sq.m.)	Estimated construction schedule ⁽²⁾	UNDER DEVELOPMENT				HELD FOR FUTURE DEVELOPMENT ⁽¹⁾				Reference to property valuation report			
					Pre-sale permit ⁽³⁾		Total GFA ⁽⁴⁾ (sq.m.)	Saleable/rentable GFA ⁽⁵⁾ (sq.m.)	GFA pre-sold ⁽⁶⁾ (sq.m.)	Land use rights not yet obtained ⁽⁵⁾ (sq.m.)	Development costs incurred (RMB million)	Estimated future development costs (RMB million)		Group's interest in the project %	Attributable capital value ⁽⁷⁾ (RMB million)	
					Pre-sale date	Saleable GFA (sq.m.)										
Suzhou																
41. Suzhou Future Land Golden County (蘇州新城金郡)	Suzhou Future Land Chuangjia ⁽⁸⁾	Residential	310,384	Q4 2008 – Q4 2013	Q1 2011 Q2 2011 Q3 2011 Q1 2012 Q2 2012 Q3 2012	4,444 30,956 73,701 30,159 30,161 26,666	283,051	262,158	155,622	–	–	2,338.5	329.2	53.93%	663.9	69
Residential							194,934	194,934	155,262	–	–					
Retail							8,091	8,091	360	–	–					
Serviced apartments							13,708	13,708	–	–	–					
Car parks and underground retail ⁽⁹⁾							45,425	45,425	–	–	–					
Ancillary ⁽¹⁰⁾							20,893	–	–	–	–					
42. Fengjin Road Project (楓津路項目)																
	Suzhou Future Land Chuangjia	Residential	74,810	Q3 2012 – Q4 2014			240,401			240,401	240,401	216.0	1,235.4	53.93%	392.6	113
Residential										173,645	173,645					
Retail										9,339	9,339					
Car parks and underground retail ⁽⁹⁾										39,923	39,923					
Ancillary ⁽¹⁰⁾										17,494	17,494					
43. Sujie Project (蘇街項目)																
	Suzhou Future Land Chuangjia	Residential	82,596	Q4 2013 – Q2 2015			263,538			263,538	263,538	229.5	1,277.1	53.93%	436.3	114
Residential										178,052	178,052					
Retail										5,115	5,115					
Service apartments										4,923	4,923					
Car parks and underground retail ⁽⁹⁾										41,312	41,312					
Ancillary ⁽¹⁰⁾										34,136	34,136					

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Project ⁽¹⁾	Project company	Project type	Site area (sq.m.)	Estimated construction schedule ⁽²⁾	Pre-sale permit ⁽³⁾		UNDER DEVELOPMENT			HELD FOR FUTURE DEVELOPMENT ⁽¹⁾			Group's interest in the project	Estimated future development costs (RMB million)	Development costs incurred (RMB million)	Attributable capital value ⁽⁷⁾ (RMB million)	Reference to property valuation report	
					Pre-sale date	Saleable GFA (sq.m.)	Total GFA ⁽⁴⁾ (sq.m.)	Saleable/rentable GFA ⁽⁵⁾ (sq.m.)	GFA pre-sold ⁽⁶⁾ (sq.m.)	Total GFA ⁽⁵⁾ (sq.m.)	Land use rights not yet obtained ⁽⁵⁾ (sq.m.)							
Jintan																		
44. Jintan Wanjiangtang Project (金塘萬建樓項目)	Jintan Future Land ⁽¹²⁾	Mixed-use	31,841	Q1 2013 – Q4 2014	N/A	N/A	–	–	–	43,463	–	15.8	105.2	71.64%	27.9	92		
Service apartments							–	–	–	21,312	–							
Offices							–	–	–	10,500	–							
Car parks and underground retail ⁽⁹⁾							–	–	–	4,290	–							
Ancillary ⁽¹⁰⁾							–	–	–	7,361	–							
Changsha																		
45. Future Land International Metropolis (新城國際花都)	Changsha Future Land Wanbo	Mixed-use	338,840	Q3 2011 – Q4 2016	Q4 2011	192,880	509,819	493,359	138,248	944,513	571,025	943.3	4,036.1	91.62%	1,314.7	68,91,107		
Residential							401,473	401,473	138,248	673,675	452,265							
Retail							3,944	3,944	–	32,794	1,633							
Service apartments							–	–	–	65,240	–							
Car parks and underground retail ⁽⁹⁾							87,942	87,942	–	153,058	104,561							
Ancillary ⁽¹⁰⁾							16,460	–	–	19,746	12,566							
Wuhan																		
46. In Spring Live (春天裡)	Wuhan Future Land Hongsheng	Residential	61,689	Q3 2012 – Q4 2013		–	–	–	–	184,303	–	381.2	520.6	91.62%	394.0	100		
Residential							–	–	–	148,057	–							
Retail							–	–	–	2,906	–							
Car parks and underground retails							–	–	–	21,220	–							
Ancillary							–	–	–	12,120	–							
Total			6,544,889				5,110,628 ⁽⁷⁾	4,773,062 ⁽⁷⁾	2,056,043 ⁽⁷⁾	7,656,087 ⁽⁷⁾	4,092,642 ⁽⁷⁾	48,385.9	39,526.6		31,917.8			
Total attributable GFA ⁽⁷⁾⁽¹³⁾							3,199,678	2,996,077	1,245,875	5,260,608	3,103,927							

Notes:

- (1) The table above includes properties for which (i) we have obtained the relevant land use rights certificate(s), but have not obtained the requisite construction permits or (ii) we have signed a land grant contract or land grant confirmation letter for the underlying parcel(s) of land with relevant government authority, but have not obtained the land use rights certificate(s).
- (2) The end date of the "Estimated construction schedule" indicates the estimated completion date of the property project.
- (3) "N/A" under "Pre-sale permit" denotes the fact that we have not obtained a pre-sale permit for the property under development or there is no property under development in this project. The "Saleable GFA" hereunder excludes GFA under the completed phases of the project.
- (4) "Total GFA" under development is based on figures stated in the planning permit for construction works.
- (5) (a) "Saleable/rentable GFA", (b) "Total GFA" for future development and (c) "Land use rights not yet obtained" are derived from our internal records and estimates.
- (6) "GFA Pre-sold" is derived from our internal records. A property is pre-sold when an agreement for its sale has been executed.
- (7) "Total attributable GFA", "Total GFA" and "Attributable capital value" include attributable value of non-saleable amenities.
- (8) Denotes a subsidiary of Jiangsu Future Land.
- (9) "Car parks and underground retail" includes saleable or rentable parking spaces and underground retail space. Except for (1) Xincheng Future Town (常州新城), (2) Injoy International Plaza (吾悦国际广场), (3) Injoy Plaza (吾悦广场), (4) Injoy Lifestyle Plaza (吾悦生活广场) in Changzhou, and (5) Hubei Road Project (湖北路项目) in Nanjing, (6) Kunshan Future France (昆山香溢紫郡) and (7) Kunshan Future Land New Territory West Project (昆山新城西侧项目) in Kunshan, (8) Up Town (尚东雅园) and (9) East China Home Decor Centre (华东家艺中心) in Wuxi, we do not expect any other properties under development and properties held for future development to comprise any underground retail space.
- (10) "Ancillary" comprises above-ground ancillary GFA and underground ancillary GFA, which we held either above-ground or underground, respectively, for purposes other than residential use, retail use, serviced apartments, offices, hotels or car parks or underground retail use. Except for those held under Park No. 1, ancillary premises comprise mostly of amenities which are not available for sale. For each of Park No. 1, 4,634 sq.m. of the ancillary premises are available for sale.
- (11) The Changxin Road Project comprises an industrial complex with total GFA of 112,500 sq.m. which we are holding for future development upon obtaining the necessary approvals to re-zone the site for commercial use. Relevant application materials for re-zoning the aforesaid industrial complex had been submitted to the relevant governmental authorities.
- (12) Jintan Future Land is held as to 50% by Changzhou Future Land and 50% by Future Land Wanbo.
- (13) The "Total Attributable GFA" comprises the portion of the total GFA which is attributable to us based on our effective ownership interest in the relevant project. Our interests in the relevant projects are set out in the Property Valuation Report in Appendix III to this prospectus.

The table above does not include the "Zhenjiang Land Parcels", which we intend to acquire in Zhenjiang. The Zhenjiang Land Parcels has a total site area of 200,001 sq.m., with a total GFA of 571,180 sq.m. We have entered into a cooperation agreement with the relevant government authorities in Zhenjiang to acquire and develop these land parcels and are required to go through the public tender, auction, or listing-for-sale procedures under the PRC rules or obtain relevant government approvals before we can obtain the relevant land use rights. There is no assurance that the Zhenjiang Land Parcels Cooperation Agreement will lead to our acquisition of any land use rights.

BUSINESS

Contracted sales

Set forth below is a summary of our total contracted sales for each of the years ended December 31, 2009, 2010 and 2011 and the eight months ended August 31, 2012:

Project	For the year ended December 31,									For the eight months ended August 31,		
	2009			2010			2011			2012		
	Contracted GFA	Contracted sales	Contracted ASP	Contracted GFA	Contracted sales	Contracted ASP	Contracted GFA	Contracted sales	Contracted ASP	Contracted GFA	Contracted sales	Contracted ASP
	(sq.m.)	(RMB million)	(RMB/sq.m.)	(sq.m.)	(RMB million)	(RMB/sq.m.)	(sq.m.)	(RMB million)	(RMB/sq.m.)	(sq.m.)	(RMB million)	(RMB/sq.m.)
Changzhou												
Golden Future Land (金色新城)	2,611	12.8	4,920.9	100	1.5	15,000.0	—	—	—	—	—	—
Future Land Southern Metropolis												
(新城南都)	79,156	437.8	5,530.7	6,821	35.8	5,248.2	3,645	17.3	4,733.1	—	—	—
Lakeview (湖畔春秋)	13,894	87.1	6,270.5	21,644	233.0	10,765.5	17,000	265.7	15,632.0	1,662	20.7	12,453.9
Yulong Bay (玉龍灣)	31,734	145.4	4,582.6	3,968	21.1	5,322.9	5,751	52.4	9,103.9	41	0.5	12,870.0
Park No.1 (公園壹號)	69,956	355.7	5,085.1	147,413	831.8	5,642.8	146,644	861.3	5,873.6	28,171	164.8	5,851.2
Changzhou New City Residence												
(常州新城公館)	99,353	693.0	6,975.5	104,416	1,019.7	9,765.9	19,116	211.3	11,054.8	2,430	20.6	8,463.2
Future Land Long Island (新城長島) . . .	99,731	503.9	5,052.8	13,614	87.8	6,447.8	596	5.2	8,760.2	—	—	—
Future Capital (新城首府)	26,947	372.2	13,812.0	36,210	593.5	16,390.0	69,672	1,177.7	16,903.9	16,447	245.0	14,894.9
Future Land Splendid Park												
(新城熙園)	50,754	261.7	5,156.6	33,709	199.9	5,931.4	2,247	43.0	19,150.3	3,045	14.0	4,592.9
Xincheng Geniality Bay (清水灣)	146,737	556.8	3,794.3	160,237	878.1	5,479.9	42,427	261.0	6,152.8	424	2.2	5,205.8
Injoy International Plaza												
(吾悅國際廣場)	—	—	—	36,587	568.3	15,532.9	16,662	246.9	14,816.7	13,127	163.2	12,428.3
Changzhou Future Land Golden County												
(常州新城金郡)	—	—	—	34,728	489.3	14,090.1	50,521	805.3	15,939.9	31,603	421.4	13,333.8
Xincheng Future Town (常州新城城) . . .	—	—	—	125,536	695.2	5,538.0	138,456	883.4	6,380.2	126,121	675.4	5,355.5
Injoy Plaza (吾悅廣場)	—	—	—	78,987	630.4	7,980.6	120,239	1,011.0	8,408.2	73,010	532.6	7,294.9
People's Mansion (人民家園)	3,106	12.8	4,105.5	3,469	14.5	4,174.9	346	5.1	14,626.6	—	—	—
Four Seasons Future Land												
(四季新城)	11,040	42.8	3,878.5	—	—	—	—	—	—	—	—	—
Splendid Apartments (旺府公寓)	3,022	11.7	3,883.4	2,309	13.0	5,633.2	—	—	—	—	—	—
Future Land Blue Diamond												
(新城藍鑽)	28,740	215.6	7,500.8	2,445	10.4	4,272.2	—	—	—	—	—	—
Changzhou Future Land Scenic Garden												
(常州新城逸境)	75,517	398.3	5,274.1	4,866	30.1	6,190.1	4,273	20.6	4,831.6	74	0.5	7,364.0
Wanbo Fashion Mall (北岸城)	11,053	300.7	27,207.2	53	2.8	51,819.8	—	—	—	—	—	—
Changzhou Upper East (常州尚東區) . . .	34,279	227.3	6,632.2	14,867	90.6	6,092.2	1,924	10.3	5,360.9	—	—	—
Fuhan Garden (府翰苑)	51,769	308.5	5,958.5	49,230	316.8	6,435.4	1,130	10.9	9,669.5	—	—	—
Future Land Emporium (新城帝景)	17,102	291.6	17,050.6	1,047	18.0	17,179.4	—	—	—	—	—	—
Fragrant Legend (香溢瀾橋)	—	—	—	—	—	—	—	—	—	26,217	297.1	11,331.5
Future France (香溢紫郡)	—	—	—	—	—	—	36,041	260.4	7,225.4	75,844	467.5	6,164.3
Future Land Consequence												
(香悦半島)	—	—	—	—	—	—	49,678	536.2	10,792.6	61,217	556.3	9,086.7
Injoy Lifestyle Plaza (吾悦生活廣場) . . .	—	—	—	—	—	—	31,338	352.2	11,238.5	19,248	171.4	8,906.5
Sub-total	856,501	5,235.8	6,113.1	882,257	6,781.7	7,686.7	757,706	7,037.3	9,287.6	478,681	3,753.2	7,840.7
Shanghai												
Park View International												
Community B (上海新城金郡 B)	—	—	—	58,243	907.8	15,586.2	59,006	839.6	14,226.6	61,396	875.9	14,267.2
YOHO City (悠活城)	—	—	—	75,537	1,099.1	14,550.4	56,535	818.2	14,471.8	2,099	26.2	12,469.5
Park View International												
Community A (上海新城金郡 A)	—	—	—	23,960	330.9	13,810.4	32,342	434.7	13,440.7	—	—	—
Gorgeous Mansion (憶華里)	—	—	—	—	—	—	54,114	894.8	16,535.1	54,529	810.1	14,855.6
Clear Water Garden (清水顧園)	9,181	82.9	9,029.5	—	—	—	—	—	—	—	—	—

BUSINESS

Project	For the year ended December 31,									For the eight months ended August 31,		
	2009			2010			2011			2012		
	Contracted GFA	Contracted sales	Contracted ASP	Contracted GFA	Contracted sales	Contracted ASP	Contracted GFA	Contracted sales	Contracted ASP	Contracted GFA	Contracted sales	Contracted ASP
	(sq.m.)	(RMB million)	(RMB/sq.m.)	(sq.m.)	(RMB million)	(RMB/sq.m.)	(sq.m.)	(RMB million)	(RMB/sq.m.)	(sq.m.)	(RMB million)	(RMB/sq.m.)
Future Land Glorious View Garden (新城盛景園)	98,860	923.4	9,340.3	52,323	670.0	12,804.5	2,662	34.2	12,853.2	—	—	—
Exalted Uptown (尚上城)	—	—	—	—	—	—	65,468	820.1	12,527.3	38,126	407.7	10,692.9
Legend Mansion (上海新城公館)	—	—	—	—	—	—	25,145	512.8	20,392.7	19,388	397.0	20,479.4
Petrus Hacienda (森蘭碧翠園)	—	—	—	—	—	—	1,735	60.0	34,605.4	36,314	1,050.5	28,929.0
Sub-total	108,041	1,006.3	9,313.9	210,063	3,007.7	14,318.3	297,007	4,414.4	14,863.1	211,852	3,567.4	16,839.3
Nanjing												
New Golden Town (南京新城金郡)	—	—	—	13,371	142.1	10,630.7	48,004	548.9	11,434.2	30,359	312.1	10,269.2
Lofty Position (尚座)	31,382	234.3	7,467.3	—	—	—	—	—	—	—	—	—
Nanjing Upper East (南京尚東區)	2,490	17.6	7,060.4	2,644	20.5	7,745.1	1,014	7.7	7,619.3	—	—	—
Nanjing Future France (南京香溢紫郡)	—	—	—	—	—	—	19,727	128.0	6,491.1	58,203	420.8	7,167.4
Sub-total	33,872	251.9	7,437.4	16,015	162.6	10,154.3	68,745	684.7	9,959.5	89,098	732.9	8,225.5
Kunshan												
Kunshan Future Land Territory (昆山新城城)	118,674	563.6	4,749.5	94,255	639.8	6,787.9	5,453	31.2	5,724.9	—	—	—
Oannes (翡翠灣)	67,537	297.8	4,409.9	25,068	160.0	6,383.1	90	0.6	7,200.0	—	—	—
Kunshan Future France (昆山香溢紫郡)	—	—	—	—	—	—	—	—	—	27,480	176.6	6,425.0
Sub-total	186,211	861.5	4,749	119,323	799.8	6,788	5,543	31.9	5,748.9	27,480	176.6	6,425.0
Wuxi												
Glorious Century Future Land (盛世新城)	70,577	442.3	6,266.4	119,577	891.4	7,454.5	19,663	241.4	12,278.6	—	—	—
Up Town (尚東雅園)	—	—	—	—	—	—	42,573	353.5	8,302.2	46,881	350.6	7,478.4
East China Home Decor Centre (華東家藝中心)	—	—	—	—	—	—	14,174	206.8	14,591.1	17,472	231.8	13,269.5
Sub-total	70,577	442.3	6,266.4	119,577	891.4	7,454.5	76,409	801.7	10,492.0	64,353	582.4	9,050.7
Suzhou												
Suzhou Future Land Golden County (蘇州新城金郡)	115,755	638.8	5,519.0	89,012	701.2	7,877.7	88,751	730.8	8,234.8	93,488	741.8	7,934.8
Sub-total	115,755	638.8	5,519.0	89,012	701.2	7,877.7	88,751	730.8	8,234.8	93,488	741.8	7,934.8
Changsha												
Future Land International Metropolis (新城國際花都)	—	—	—	—	—	—	53,294	191.4	3,592.1	79,730	296.1	3,713.9
Sub-total	—	—	—	—	—	—	53,294	191.4	3,592.1	79,730	296.1	3,713.9
Total	1,370,956	8,436.6	6,153.8	1,436,247	12,344.5	8,595.0	1,347,456	13,892.2	10,309.9	1,044,682	9,850.4	9,429.1
Car parks	31,945	65.6	2,053.1	46,721	79.5	1,702.6	75,920	103.6	1,364.0	54,075	100.2	1,853.9
Grand total	1,402,901	8,502.2	—	1,482,968	12,424.0	—	1,423,376	13,995.8	—	1,098,759	9,950.7	—

BUSINESS

The contracted average selling price of our properties increased from RMB6,153.8 per sq.m. in 2009 to RMB8,595.0 per sq.m. in 2010, representing an increase of 39.7%. Despite the downward pricing pressures in the PRC property market in the second half of 2011, the contracted average selling price of our properties increased to RMB10,309.9 per sq.m. in 2011, representing an increase of 20.0% over our contracted average selling price in 2010. Transaction volumes in the PRC property market remained low and inventory levels remained high in the first half of 2012. As a result, the contracted average selling price of our properties decreased from RMB10,706.7 per sq.m. in the eight months ended August 31, 2011 to RMB9,429.1 per sq.m. in the eight months ended August 31, 2012, representing a decrease of 11.9%.

Our actual cash receipts from property sales⁽¹⁾ were RMB7,678 million, RMB11,406 million, RMB12,780 million and RMB10,182 million for the years ended December 31, 2009, 2010 and 2011 and the eight months ended August 31, 2012, respectively.

A property is considered “sold” when the purchase contract with a customer is executed and the property is delivered to the customer. A property is treated as “pre-sold” when the purchase contract is executed but the property has not yet been delivered to the customer. Delivery is deemed to take place on the date stated on the property delivery document.

As advised by our PRC legal advisers, we had obtained all certificates and approvals necessary under the applicable PRC laws and regulations for commencing pre-sales of those properties we were pre-selling as of August 31, 2012.

(1) Cash receipts from sales of properties for a specified period represent the aggregate cash amount received from binding pre-sale and sale contracts entered into during such specified period. Such amounts do not necessarily correspond to our contracted sales figures for the corresponding period.

Our Property Development Projects in Changzhou (常州)

Changzhou 常州

- ① Golden Future Land (金色新城)
- ② Future Land Southern Metropolis (新城南部)
- ③ Lakeview (湖畔春秋)
- ④ Park No. 1 (公園壹號)
- ⑤ Changzhou New City Residence (常州新城公館)
- ⑥ Future Land Long Island (新城長島)
- ⑦ Future Capital (新城首府)
- ⑧ Future Land Emporium (新城帝景)
- ⑨ Injoy International Plaza (吾悅國際廣場)
- ⑩ Changzhou Future Land Golden County (常州新城金郡)
- ⑪ Xincheng Future Town (常州新城域)
- ⑫ Injoy Plaza (吾悅廣場)
- ⑬ Future Land Consequence (香溢半島)
- ⑭ Future France (香溢紫郡)
- ⑮ Injoy Lifestyle Plaza (吾悅生活廣場)
- ⑯ Logistics Hub Land Parcel Project (儲運公司地塊項目)
- ⑰ Xitaihu Road East Project (西太湖大道東側項目)
- ⑱ Hutang Project (湖塘項目)
- ⑲ Fragrant Legend (香溢瀾橋)
- ⑳ New Airport Road Project (新機場路項目)
- ㉑ Xingye Road North Land Parcel Project (興業路北地塊項目)
- ㉒ Changxin Road Project (常新路項目)



(1) Golden Future Land (金色新城)



BUSINESS

Golden Future Land is a residential project in our “SweetHomes” series. It is located at the heart of Changzhou adjacent to the Yanling business district (延陵商圈). This development offers its residents the scenic views of Guan River (關河) which it borders to the north. It is well-connected to transportation facilities, including many public bus lines and BRT stops. It is located close to a number of primary and secondary schools in the district.

This project consists of four main areas, the East End, the West End, the Central Areas and the Huaide North Road Areas. Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
East End Phase 1	Residential	Q1 2002 – Q2 2003	Completed
East End Phase 2	Residential	Q1 2003 – Q2 2004	Completed
East End Phase 3	Residential	Q4 2003 – Q2 2005	Completed
East End Phase 4	Residential	Q1 2007 – Q4 2007	Completed
West End Phase 1	Residential	Q3 2004 – Q4 2005	Completed
West End Phase 2	Residential	Q3 2005 – Q4 2007	Completed
Central Areas	Residential	Q2 2005 – Q4 2006	Completed
Huaide North Road Areas	Retail	Q3 2006 – Q4 2007	Completed
West End Phase 3	Residential	Q1 2013 – Q4 2014	Held for future development

Development costs incurred..... RMB1,591.4 million

Estimated future development costs RMB142.2 million

Golden Future Land occupied a total site area of 248,536 sq.m., with a total GFA of 623,651 sq.m.

Phases 1 and 2 of the East End, the West End, the Central Areas and Huaide North Road Areas were completed with an aggregate GFA of 585,551 sq.m. As of August 31, 2012, 503 sq.m. of residential space and 148 sq.m. of retail space remained unsold and 350 parking spaces and 1,084 sq.m. of clubhouse premises remained available for sale or for lease.

Phase 3 of the West End was held for future development and was expected, upon completion, to have an aggregate GFA of 38,100 sq.m., comprising 34,000 sq.m. of residential space and 137 parking spaces. Phase 3 was expected to have an aggregate saleable GFA of 34,000 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of Phase 3 of the West End.

This project was developed by Changzhou Future Land. We entered into the relevant land grant contracts in February 2001, July 2001 and September 2003 and had paid the land premium of RMB320.6 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of Golden Future Land as of the Latest Practicable Date.

(2) Future Land Southern Metropolis (新城南都)



Future Land Southern Metropolis is a residential project in our “SweetHomes” series.

Future Land Southern Metropolis is located in the central business district of Wujin, close to Nantian Recreational and Shopping Complex (南田休閒購物公園). It borders Wujin District’s government offices and Changzhou University City (常州大學城) to the south and the popular tourist attraction of Chunqiu Yancheng Cultural Relics (春秋淹城遺址) and Yancheng Forest Park (淹城森林公園) to the west. It is well-connected to transportation facilities, including many public bus lines and BRT stops.

Details of this project as of August 31, 2012 were as follows:

	<u>Types of properties</u>	<u>Actual/planned construction period</u>	<u>Status</u>
Phase 1	Residential, retail and offices	Q2 2004 – Q1 2008	Completed
Phase 2	Residential	Q2 2006 – Q3 2007	Completed
Phase 3	Residential	Q4 2006 – Q2 2010	Completed
Phase 4	Retail	Q4 2012 – Q4 2013	Held for future development
Development costs incurred.....		RMB2,006.0 million	
Estimated future development costs		RMB108.8 million	

BUSINESS

Future Land Southern Metropolis occupied a total site area of 476,007 sq.m., with a total GFA of 916,200 sq.m.

Phases 1 to 3 were completed with an aggregate GFA of 864,410 sq.m. As of August 31, 2012, 1,037 sq.m. of residential space, 5,831 sq.m. of retail space, 1,044 sq.m. of office space and 4,212 sq.m. of market premises remained unsold and 840 parking spaces remained available for sale or for lease in Phases 1 to 3.

Phase 4 was held for future development and was expected to, upon completion, had an aggregate GFA of 51,790 sq.m., comprising 12,000 sq.m. of serviced apartments, 19,300 sq.m. of retail space and 483 parking spaces. Phase 4 was expected to have an aggregate saleable GFA of approximately 31,300 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of Phase 4 of this project.

This project was developed by Jiangsu Future Land. We entered into the relevant land grant contracts in May 2001, May 2003 and April 2009 and had paid the land premium of RMB290.6 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of Future Land Southern Metropolis as of the Latest Practicable Date.

(3) Lakeview (湖畔春秋)



Lakeview is a residential project in our “PrestigeHomes” series. It offers low-density residential villas in the Xitaihu Grand Scenery Area (西太湖大型風景區), adjacent to the popular tourist attraction of Chunqiu Yancheng Cultural Relics (春秋淹城遺址). It is located in proximity to the Yanjiang Expressway (沿江高速) and the exits of Changzhou West Raocheng Expressway (常州西繞城高速).

BUSINESS

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential villas	Q1 2005 – Q2 2006	Completed
Phase 2	Residential villas	Q1 2007 – Q4 2008	Completed
Phase 3	Residential villas	Q4 2010 – Q4 2013	Under development

Development costs incurred..... RMB488.3 million

Estimated future development costs RMB18.6 million

Lakeview occupied a total site area of 227,362 sq.m., with a total GFA of 125,420 sq.m.

Phases 1 and 2 and a portion of Phase 3 were completed with an aggregate GFA of 119,667 sq.m. As of August 31, 2012, 3,284 sq.m. of the residential villas in these phases remained unsold.

The remaining portion of Phase 3 was expected, upon completion, to have an aggregate GFA of 5,753 sq.m., all of which comprised saleable residential villas. As of August 31, 2012, we had not commenced the construction of this portion.

This project was developed by Changzhou Wealth Zone. We entered into the relevant land grant contract in June 2003 and had paid the land premium of RMB136.9 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of Lakeview as of the Latest Practicable Date and there are no legal impediment for obtaining any certificates and approvals required for commencing pre-sale of the properties under this project.

(4) Park No.1 (公園壹號)



Park No.1 is a residential project in our “FirstHomes” series.

BUSINESS

Park No.1 is located in the centre of Qishuyan District, adjacent to the Qishuyan District government offices. It is adjacent to and also offers its residents scenic views of the Lucheng Yuxiu Wetlands Park (潞城毓秀濕地公園). It is well-connected to transportation facilities, including many public bus lines and BRT stops.

Details of this project as of August 31, 2012 were as follows:

	<u>Types of properties</u>	<u>Actual/planned construction period</u>	<u>Status</u>
Phase 1	Residential	Q2 2006 – Q4 2007	Completed
Phase 2	Residential	Q2 2006 – Q4 2009	Completed
Phase 3	Residential	Q3 2009 – Q2 2011	Completed
Phase 4	Residential	Q4 2010 – Q4 2013	Under development

Development costs incurred..... RMB1,930.8 million

Estimated future development costs RMB155.5 million

Park No.1 occupied a total site area of 266,330 sq.m., with a total GFA of 621,549 sq.m.

Phases 1 to 3 and portion of Phase 4 were completed with an aggregate GFA of 391,609 sq.m. As of August 31, 2012, 22,491 sq.m. of residential space remained unsold, and 509 parking spaces remained available for sale or for lease in Phases 1 to 3 and portion of Phase 4.

The remaining portion of Phase 4 was under development and was expected, upon completion, to have an aggregate GFA of 229,940 sq.m., comprising 186,992 sq.m. of residential space, 506 parking spaces and 4,634 sq.m. of kindergarten space. This portion of Phase 4 was expected to have an aggregate saleable GFA of 186,992 sq.m. upon completion. As of August 31, 2012, 44,812 sq.m. of residential space remained unsold and 506 of the parking spaces and 4,634 sq.m. of kindergarten space remained available for sale or for lease in Phase 4.

This project was developed by Changzhou Dongsheng and Changzhou Future Land Dongjun. We entered into the relevant land grant contracts in December 2005 and March 2007 and had paid the land premium of RMB338.0 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of Park No.1 as of the Latest Practicable Date.

(5) Changzhou New City Residence (常州新城公館)



New City Residence is a residential project in our “DreamHomes” series. It is located in the central business district of Wujin District, in proximity to the Wujin District’s government offices and Nantian Park (南田公園) and is equipped with a wide variety of amenities such as department stores. It is well-connected to transportation facilities, including BRT stops.

This project comprises two developments, namely, New City Residence West End (新城公館西區) and New City Residence (新城公館). New City Residence West End was developed over two phases and New City Residence will be developed in seven phases.

Details of New City Residence West End as of August 31, 2012 were as follows:

	Types	Actual/planned construction period	Status
Phase 1	Residential	Q3 2007 – Q4 2009	Completed
Phase 2	Residential	Q2 2008 – Q2 2010	Completed

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Details of New City Residence as of August 31, 2012 were as follows:

	Types	Actual/planned construction period	Status
Phase 1	Residential	Q3 2006 – Q4 2008	Completed
Phase 2	Residential	Q3 2007 – Q4 2009	Completed
Phase 3	Residential	Q4 2009 – Q2 2012	Completed
Phase 4	Residential	Q1 2011 – Q3 2012	Under development
Phase 5	Residential	Q4 2012 – Q2 2014	Held for future development
Phase 6	Residential	Q4 2012 – Q4 2014	Held for future development
Phase 7	Residential	Q4 2013 – Q4 2015	Held for future development

Total development costs incurred RMB1,923.6 million

Total estimated future development costs RMB1,125.0 million

Changzhou New City Residence occupied a total site area of 345,063 sq.m., with a total GFA of 677,085 sq.m.

Phases 1 to 3 of both New City Residence and Phases 1 and 2 New City Residence West End were completed with an aggregate GFA of 420,409 sq.m. As of August 31, 2012, 4,995 sq.m. of residential space, 485 parking spaces and 5,288 sq.m. of clubhouse premises and market space in these phases remained available for sale or for lease.

Phase 4 of New City Residence was under development and was expected, upon completion, to have an aggregate GFA of 17,566 sq.m., comprising 1,969 sq.m. of retail space, 13,129 sq.m. of serviced apartments, 75 parking spaces. Phase 4 was expected to have an aggregate saleable GFA of approximately 15,098 sq.m. upon completion. As of August 31, 2012, 1,854 sq.m. of retail space and 5,519 sq.m. of the serviced apartments remained unsold, and 75 parking spaces remained available for sale or for lease in Phase 4.

Phases 5 to 7 were held for future development and were expected to, upon completion, have an aggregate GFA of 239,110 sq.m., comprising 211,539 of residential space and 1,138 parking spaces. Phases 5 to 7 were expected to have an aggregate saleable GFA of 211,539 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of Phases 5 to 7 of New City Residence.

This project was developed by Changzhou Future Land. We entered into the relevant land grant contracts in December 2001, January 2005, August 2005 and March 2006 and had paid the land premium of RMB405.5 million in full in accordance with the terms of the relevant land grant contracts. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of Changzhou New City Residence as of the Latest Practicable Date.

(6) Future Land Long Island (新城長島)



Future Land Long Island is a residential project in our “SweetHomes” series. It adjoins Wujin District and the city centre of Changzhou, bordering Beijing-Hangzhou Canal (京杭大運河) to the south and Jiangsu Vocational and Educational Institute to the west. It is well-connected by three major roads that enhances its accessibility.

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential	Q3 2006 – Q2 2009	Completed
Phase 2	Residential	Q2 2009 – Q4 2010	Completed
Phase 3	Residential	Q4 2013 – Q2 2015	Held for future development
Phase 4	Residential	Q1 2014 – Q4 2015	Held for future development
Phase 5	Residential	Q4 2014 – Q2 2016	Held for future development
Phase 6	Residential	Q1 2015 – Q4 2016	Held for future development

Development costs incurred..... RMB1,083.7 million

Estimated future development costs RMB1,161.3 million

Future Land Long Island occupied a total site area of 338,089 sq.m., with a total GFA of 668,741 sq.m.

Phases 1 and 2 were completed with an aggregate GFA of 336,520 sq.m. As of August 31, 2012, 424 sq.m. of residential space remained unsold and 1,183 parking spaces in Phases 1 and 2 remained available for sale or for lease.

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Phases 3 to 6 were held for future development and were expected to have, upon completion, an aggregate GFA of 332,221 sq.m., comprising 233,200 sq.m. of residential space and 989 parking spaces. These phases were expected to have an aggregate saleable GFA of approximately 233,200 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of Phases 3 to 6.

This project was developed by Changzhou Future Land. We entered into the relevant land grant contract in November 2002 and had paid the land premium of RMB287.4 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of Future Land Long Island as of the Latest Practicable Date.

(7) Future Capital (新城首府)



Future Capital is a residential project in our “PrestigeHomes” series. Future Capital is situated in the high-end commercial and residential enclave of Zhonglou District (鐘樓區), surrounded by five-star hotels and high-end shopping centres. Amenities around this project also include educational institutes and municipal secondary schools. It is well-connected to transportation facilities, including many public bus lines and BRT stops.

BUSINESS

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential, offices and serviced apartments	Q2 2008 – Q4 2011	Completed
Phase 2	Residential and service apartments	Q4 2009 – Q4 2011	Completed
Phase 3	Residential	Q2 2011 – Q4 2013	Under development

Development costs incurred..... RMB1,955.8 million

Estimated future development costs RMB198.5 million

Future Capital occupied a total site area of 92,100 sq.m. It has a total GFA of 293,908 sq.m.

Phases 1 and 2 were completed with an aggregate GFA of 228,198 sq.m. As of August 31, 2012, 19,804 sq.m. of residential space, 3,207 sq.m. of retail space, 27,151 sq.m. of serviced apartments, 20,327 sq.m. of office space remained unsold and 484 parking spaces and 4,761 sq.m. of club house premises in Phases 1 and 2 remained available for sale or for lease.

Phase 3 was under development and was expected, upon completion, to have an aggregate GFA of 65,710 sq.m. comprising 50,331 sq.m. of residential space and 325 parking spaces. Phase 3 was expected to have an aggregate saleable GFA of approximately 50,331 sq.m. upon completion. As of August 31, 2012, 16,789 sq.m. of residential space remained unsold and 222 parking spaces remained available for sale or for lease in Phase 3.

This project was developed by Changzhou Future Land. We entered into the relevant land grant contract in December 2006 and had paid the land premium of RMB349.0 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of Future Capital as of the Latest Practicable Date.

(8) Future Land Emporium (新城帝景)



BUSINESS

Future Land Emporium is a residential project in our “PrestigeHomes” series. It is located in the central business district of the Wujin District, bordering the Nantian Recreational and Shopping Complex (南田休閒購物公園) to the east, the Wujin District’s government offices to the south and the popular tourist attraction of the Chunqiu Yancheng Cultural Relics (春秋淹城遺址) and the Yancheng Forest Park (淹城森林公園) to the west. It is well-connected to transportation facilities, including many public bus lines and BRT stops.

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential, retail and hotels	Q3 2008 – Q2 2014	Under development
Phase 2	Residential	Q2 2013 – Q4 2015	Held for future development
Phase 3	Residential	Q3 2013 – Q2 2016	Held for future development
Phase 4	Residential	Q4 2012 – Q4 2013	Held for future development

Development costs incurred.....	RMB542.3 million
Estimated future development costs	RMB2,983.3 million

Future Land Emporium occupied a total site area of 212,299 sq.m., with a total GFA of 555,541 sq.m.

The retail portions in Phase 1 were completed with an aggregate GFA of 58,755 sq.m. As of August 31, 2012, 16,364 sq.m. of retail space in these portions remained unsold.

The remaining portions of Phase 1, Phases 2, 3 and 4 were held for future development and were expected, upon completion, to have an aggregate GFA of 496,786 sq.m., comprising 278,000 sq.m. of residential space, 59,700 sq.m. of serviced apartments, 38,800 sq.m. of hotel premises and 1,411 parking spaces. These phases were expected, upon completion, to have an aggregate saleable GFA of approximately 337,700 sq.m. As of August 31, 2012, we had not commenced the construction of the under construction portion of Phase 1, Phases 2, 3 and 4 of this project.

This project was developed by Changzhou Wanfang. We entered into the relevant land grant contract in February 2007 and had paid the land premium of RMB280.8 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of Future Land Emporium as of the Latest Practicable Date.

(9) Injoy International Plaza (吾悦國際廣場)



Injoy International Plaza is a mixed-use complex project in our “International Plaza” series. It is located in the central business district on Nanda Street (南大街商圏) in the city centre of Changzhou and borders the Beijing-Hangzhou Grand Canal (京杭大運河) to the south. This project is well-connected to transportation facilities, including many public bus lines and BRT stops.

Details of this project as of August 31, 2012 were as follows:

	<u>Types of properties</u>	<u>Actual/planned construction period</u>	<u>Status</u>
Phase 1	Residential, retail, offices and serviced apartments	Q1 2010 – Q4 2012	Under development

Development costs incurred..... RMB2,140.9 million

Estimated future development costs RMB360.1 million

Injoy International Plaza occupied a total site area of 31,920 sq.m. It was under construction and had a total GFA of 292,310 sq.m., which included 76,371 sq.m. of residential space, 77,721 sq.m. of retail space, 36,376 sq.m. of office space, 11,516 sq.m. of serviced apartments and 1,174 parking spaces. It had an aggregate saleable GFA of approximately 201,984 sq.m.

As of August 31, 2012, 22,872 sq.m. of residential space, 77,721 sq.m. of retail space, 33,698 sq.m. of office space and 1,374 sq.m. of serviced apartments remained unsold and 1,174 parking spaces remained available for sale or for lease. Separately, we intended to retain 76,394 sq.m. of retail space, 380 parking spaces and 11,170 sq.m. of underground retail space for investment and leasing purposes.

This project was developed by Changzhou Future Land Wanbo. We entered into the relevant land grant contracts in May 2007 and December 2009 and had paid the land premium of RMB39.5 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of Injoy International Plaza as of the Latest Practicable Date.

(10) Changzhou Future Land Golden County (常州新城金郡)



Changzhou Future Land Golden County is a residential project in our “DreamHomes” series. It is located in Tianning District with a number of high-end department stores and star-rated hotels in its vicinity, and close to a number of public facilities such as schools and hospitals.

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential	Q2 2010 – Q2 2012	Completed
Phase 2	Residential	Q2 2011 – Q4 2013	Under development
Phase 3	Residential	Q3 2012 – Q2 2014	Held for future development

Development costs incurred..... RMB1,396.9 million

Estimated future development costs RMB470.1 million

Changzhou Future Land Golden County occupied a total site area of 77,820 sq.m., with a total GFA of 264,488 sq.m.

Phase 1 was completed with an aggregate GFA of 101,936 sq.m. As of August 31, 2012, 18,212 sq.m. of residential space and 924 sq.m. of retail space remained unsold.

Phase 2 was under development and was expected, upon completion, to have an aggregate GFA of 111,547 sq.m., comprising 63,514 sq.m. of residential space, 5,977 sq.m. of retail space and 1,192 parking spaces. Phase 2 was expected to have an aggregate saleable GFA of approximately 69,491 sq.m. upon completion. As of August 31, 2012, 34,086 sq.m. of residential space, 2,697 sq.m. of retail space and 1,192 parking spaces remained unsold.

Phase 3 was expected, upon completion, to have an aggregate GFA of 51,004 sq.m., comprising 49,257 sq.m. of residential space. It was expected to have an aggregate saleable GFA of 49,257 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of Phase 3 of this project.

BUSINESS

This project was developed by Changzhou Future Land Jinjun. We entered into a land grant contract in September 2007 and had paid the land premium of RMB430.0 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of Changzhou Future Land Golden County as of the Latest Practicable Date.

(11) Xincheng Future Town (常州新城域)



Xincheng Future Town is a residential project in our “FirstHomes” series.

Xincheng Future Town is located in the central commercial district of Wujin District, in proximity to a number of major roads and public bus lines. It is easily accessible from and closely connected to Changzhou city centre. It is surrounded by a number of amenities including retail stores and shopping centres.

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential	Q2 2010 – Q2 2012	Completed
Phase 2	Residential	Q1 2011 – Q4 2013	Under development
Phase 3	Retail	Q2 2013 – Q4 2014	Held for future development

Development costs incurred..... RMB1,696.6 million

Estimated future development costs RMB535.2 million

Xincheng Future Town occupied a total site area of 233,381 sq.m., with a total GFA of 645,311 sq.m.

Phase 1 was completed with an aggregate GFA of 174,776 sq.m. As of August 31, 2012, 401 sq.m. of residential space and 588 sq.m. of retail space remained unsold and 354 parking spaces remained available for sale or for lease.

BUSINESS

Phase 2, which was under construction, was expected to have an aggregate GFA of 389,124 sq.m., comprising 299,236 sq.m. of residential space, 1,080 sq.m. of retail space and 2,205 parking spaces, upon completion. This phase was expected to have an aggregate saleable GFA of approximately 300,316 sq.m. As of August 31, 2012, 39,608 sq.m. of residential space and 1,080 sq.m. of the retail space and all of the parking spaces in Phase 2 remained unsold.

Phase 3 was held for development and was expected, upon completion, to have an aggregate GFA of 81,411 sq.m., comprising 54,636 sq.m. of retail space and 10,920 sq.m. of underground retail space, and 392 parking spaces. It was expected to have an aggregate saleable GFA of 54,636 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of Phase 3 of this project.

This project was developed by Changzhou Future Land Wanjia. We entered into the relevant land grant contract in November 2006, and paid the land premium of RMB437.6 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of Xincheng Future Town as of the Latest Practicable Date.

(12) Injoy Plaza (吾悦廣場)



Injoy Plaza is a mixed-use complex project in our “City Plaza” series. It is located in the central business district of Wujin District. This project is well-connected to transportation facilities and is located in proximity to many public bus lines and BRT stops.

BUSINESS

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential, retail, serviced apartments and offices	Q3 2010 – Q4 2012	Under development
Phase 2	Residential, retail and offices	Q3 2011 – Q4 2014	Under development
Phase 3	Retail and offices	Q1 2014 – Q4 2015	Held for future development

Development costs incurred..... RMB2,790.9 million

Estimated future development costs RMB1,270.3 million

Injoy Plaza occupied a total site area of 177,660 sq.m., with a total GFA of 983,910 sq.m.

A portion of Phase 1 was completed with an aggregate GFA of 362,622 sq.m. As of August 31, 2012, 2,486 sq.m. of residential space and 142,494 sq.m. of retail space remained unsold and 1,107 parking spaces in this portion remained available for sale or for lease. We intend to hold 142,226 sq.m. of retail space, and 705 parking spaces in this portion for investment purpose.

The remaining portion of Phase 1 and a portion of Phase 2 were under development and were expected, upon completion, to have an aggregate GFA of 354,232 sq.m., comprising 236,436 sq.m. of residential space, 3,479 sq.m. of retail space, 27,623 sq.m. of serviced apartments, 29,233 sq.m. of office space and 1,383 parking spaces. These portions were expected to have an aggregate saleable GFA of approximately 296,771 sq.m. upon completion. As of August 31, 2012, 73,497 sq.m. of residential space, 2,419 sq.m. of retail space, 27,623 sq.m. of serviced apartments and 26,699 sq.m. of office space remained unsold and 1,383 parking spaces remained available for sale or for lease in these portions.

The remaining portion of Phase 2 and Phase 3 were held for future development and were expected, upon completion, to have an aggregate GFA of 267,056 sq.m., which included 35,002 sq.m. of retail space, 175,509 sq.m. of office space and 1,003 parking spaces. These phases were expected to have an aggregate saleable GFA of 210,511 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of these portion and phases of Injoy Plaza.

This project was developed by Changzhou Future Land Hongye. We entered into the relevant land grant contract in December 2009 and had paid the land premium of RMB668.0 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of Injoy Plaza as of the Latest Practicable Date.

(13) Future Land Consequence (香悦半島)



Future Land Consequence is a residential project in the “DreamHomes” series. It is located near the Zhonglou District government offices and Changzhou’s largest wetland park, Qingfeng Park (青楓公園). It is well-connected to transportation facilities, including many public bus lines and BRT stops.

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential	Q2 2011 – Q4 2013	Under development
Phase 2	Residential	Q2 2011 – Q2 2013	Under development
Phase 3	Residential	Q2 2012 – Q3 2014	Under development

Development costs incurred..... RMB1,753.0 million
 Estimated future development costs RMB792.9 million

Future Land Consequence occupied a total site area of 130,540 sq.m., with a total GFA of 369,074 sq.m.

Phases 1 to 3 were under construction and were expected, upon completion, to have an aggregate GFA of 369,074 sq.m., which included 254,468 sq.m. of residential space, 5,620 sq.m. of retail space and 2,050 parking spaces. As of August 31, 2012, 136,393 sq.m. of residential space, 5,620 sq.m. of retail space and 1,603 parking spaces remained available for sale or for lease.

This project was developed by Changzhou Future Land Chuangjia. We entered into the relevant land grant contract in January 2010 and had paid the land premium of RMB836.0 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of Future Land Consequence as of the Latest Practicable Date.

(14) Future France (香溢紫郡)



Future France is a residential project in our “SweetHomes” series. It is located near the city centre of Changzhou and the High-speed Railway Station, overlooking scenic views of the Heng Tang River Wetlands (橫塘河原生態濕地) and of the Crystal Garden (水晶公園). Conveniently located within walking distance of the Beijing-Shanghai High Speed Railway Changzhou Station, Future France is well-connected to major inter-city transportation facilities, as well as many public bus lines and BRT stops. It is also surrounded by amenities such as supermarkets.

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential	Q2 2011 – Q4 2013	Under development
Phase 2	Residential	Q1 2012 – Q4 2013	Under development
Phase 3	Residential	Q1 2013 – Q4 2014	Held for future development
Phase 4	Residential	Q1 2014 – Q4 2015	Held for future development

Development costs incurred..... RMB1,169.1 million

Estimated future development costs RMB1,347.2 million

Future France occupied a total site area of 185,080 sq.m., with a total GFA of 583,818 sq.m.

Phases 1 and 2 were under construction and were expected, upon completion, to have an aggregate GFA of 291,071 sq.m., which included 217,245 sq.m. of residential space, 6,389 sq.m. of retail space and 1,750 parking spaces. These phases were expected to have an aggregate saleable GFA of 223,634 sq.m. upon completion. As of August 31, 2012, 105,585 sq.m. of residential space and 6,389 sq.m. of retail space in Phases 1 and 2 remained unsold, and all of the parking spaces remained available for sale or for lease.

Phases 3 and 4 were held for future development and were expected, upon completion, to have an aggregate GFA of 292,747 sq.m., which included 223,426 sq.m. of residential space, 700 sq.m. of retail space and 1,798 parking spaces. These phases were expected to have an aggregate saleable GFA of 224,126 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of Phases 3 and 4 of Future France.

BUSINESS

This project was developed by Changzhou Hengfu. We entered into the relevant land grant contract in March 2010 and had paid the land premium of RMB556.0 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of Phase 1 Future France as of the Latest Practicable Date. Our PRC legal advisers confirmed that as of the Latest Practicable Date, there are no legal impediments to obtain all licences, permits and certificates required for the development of the remaining Phases of this project, provided that we take all necessary steps and submit the relevant applications in accordance with the requirements and time frame prescribed by the applicable PRC laws and regulations.

(15) Injoy Lifestyle Plaza (吾悦生活廣場)



Injoy Lifestyle Plaza is a mixed-use complex project in our “Lifestyle Mall” series. It is located in the commercial center of Wujin District, bordering a number of established residential, commercial and office complexes, and in proximity to a number of major roads and public bus lines.

Details of this project as of August 31, 2012 were as follows:

	<u>Types of properties</u>	<u>Actual/planned construction period</u>	<u>Status</u>
Phase 1	Residential, retail and offices	Q3 2011 – Q4 2012	Under development
Development costs incurred.....		RMB268.6 million	
Estimated future development costs		RMB55.0 million	

Injoy Lifestyle Plaza occupied a total site area of 15,535 sq.m., with a total GFA of 85,281 sq.m., which included 20,703 sq.m. of residential space, 20,676 sq.m. of retail space, 22,582 sq.m. of office space and 450 parking spaces. It was expected to have an aggregate saleable GFA of approximately 63,961 sq.m. upon completion. As of August 31, 2012, 155 sq.m. of residential space, 8,352 sq.m. of retail space and 3,593 sq.m. of office space remained unsold, and all of the parking spaces remained available for sale or for lease.

BUSINESS

This project was developed by Changzhou Future Land Wansheng. We entered into the relevant land grant contracts in February 1998, September 2006 and August 2010 and had paid the land premium of RMB31.1 million in full in accordance with the terms of the relevant land grant contracts. Our PRC legal advisers confirmed that we had obtained all licences, permits, and certificates required for development of Injoy Lifestyle Plaza.

(16) Logistics Hub Land Parcel Project (儲運公司地塊項目)

Logistics Hub Land Parcel Project is a residential project in our “DreamHomes” series. It is located east of the city center of Changzhou, bordering Hongmei Park (紅梅公園) and close to Wenhua Gong Commercial District (文化宮商圈). It is well-connected to transportation facilities, including many public bus lines and BRT stops, as well as public amenities such as supermarkets and furniture plazas.

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential	Q1 2013 – Q4 2014	Held for future development

Development costs incurred RMB428.8 million

Estimated future development costs RMB418.7 million

Logistics Hub Land Parcel Project occupied a total site area of 40,650 sq.m., with a total GFA of 125,875 sq.m., which included 99,780 sq.m. of residential space and 690 parking spaces. It was expected to have an aggregate saleable GFA of approximately 99,780 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of this project.

This project will be developed by Changzhou Future Land Jinjun. We entered into the relevant land grant contract in June 2011 and had paid the land premium of RMB290 million in full in accordance with the terms of the relevant land grant contract. Changzhou Future Land Jinjun had obtained all necessary land use rights certificates for Logistics Hub Land Parcel Project. Our PRC legal advisers confirmed that there are no legal impediments to obtain any licence, permit, and certificate required for development of this project, provided that we take all necessary steps and submit the relevant applications in accordance with the requirement and time frame prescribed by the applicable PRC laws and regulations.

BUSINESS

(17) Xitaihu Road East Project (西太湖大道東側項目)

Xitaihu Road East Project is a mixed-use complex project in our “City Plaza” series. It is located in Xitaihu Grand Scenery Area (西太湖大型風景區), adjacent to the popular tourist attraction of Chunqiu Yancheng Cultural Relics (春秋淹城遺址). It is located in proximity to the Yanjiang Expressway (沿江高速) and the exits of Changzhou West Raocheng Expressway (常州西繞城高速).

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Retail and serviced apartments	Q1 2013 – Q4 2014	Held for future development
Phase 2	Serviced apartments	Q3 2013 – Q4 2015	Held for future development
Phase 3	Serviced apartments	Q3 2014 – Q4 2016	Held for future development
Phase 4	Offices	Q3 2014 – Q4 2016	Held for future development

Development costs incurred	RMB307.9 million
Estimated future development costs	RMB2,966.7 million

Xitaihu Road East Project occupied a total site area of 187,436 sq.m., with a total GFA of 498,946 sq.m., which included 35,640 sq.m. of retail space, 363,490 sq.m. of serviced apartments, 30,891 sq.m. of office space and 1,940 parking spaces. It was held for development and was expected to have an aggregate saleable GFA of approximately 430,021 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of this project.

This project will be developed by Future Land Wanbo. We entered into the relevant land grant contract in May 2011 and had paid RMB307.8 million of the land premium in accordance with the terms of the relevant land grant contract. As of August 31, 2012, RMB531.9 million of the land premium remained to be payable. Our PRC legal advisers confirmed that (i) there are no legal impediments to obtain the land use rights certificates for Xitaihu Road East Project after paying the land premium in full; and (ii) as of the Latest Practicable Date, there are no legal impediments to obtain the remaining licences, permits and certificates required for the development of this project, provided that we take all necessary steps and submit the relevant applications in accordance with the requirements and time frame prescribed by the applicable PRC laws and regulations.

BUSINESS

(18) Hutang Project (湖塘項目)

Hutang Project is a mixed-use complex project in our “City Plaza” series. It is located in the central business district of Wujin District. It is also located close to a variety of commercial amenities and a number of key municipal primary and secondary schools.

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential, retail and serviced apartments	Q1 2013 – Q2 2015	Held for future development
Phase 2	Residential, retail and serviced apartments	Q3 2014 – Q4 2016	Held for future development
Phase 3	Residential, retail and serviced apartments	Q3 2015 – Q4 2017	Held for future development

Development costs incurred.....	RMB545.0 million
Estimated future development costs	RMB4,495.9 million

Hutang Project occupied a total site area of 323,459 sq.m., with a total GFA of 1,001,114 sq.m., which included 597,307 sq.m. of residential space, 122,600 sq.m. of retail space, 77,100 sq.m. of serviced apartments and 5,522 parking spaces. It was held for development and was expected to have an aggregate saleable GFA of approximately 797,007 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of this project.

This project will be developed by Future Land Wanbo and Hong Kong Prosperity. We entered into the relevant land grant contract in July 2011 and had paid RMB545.0 million of the land premium in accordance with the terms of the relevant land grant confirmation. As of August 31, 2012, RMB1,273.6 million of the land premium remained to be payable. Our PRC legal advisers confirmed that (i) there are no legal impediments to obtain the land use rights certificates for Hutang Project after paying the land premium in full; and (ii) as of the Latest Practicable Date, there are no legal impediments to obtain the remaining licences, permits and certificates required for the development of this project, provided that we take all necessary steps and submit the relevant applications in accordance with the requirements and time frame prescribed by the applicable PRC laws and regulations.

BUSINESS

(19) Fragrant Legend (香溢瀾橋)

Changzhou Fragrant Legend is a residential project in our “DreamHomes” series. It is located in the central business district of Wujin District, surrounded by a number of commercial amenities and reputable primary and secondary schools.

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential	Q2 2012 – Q2 2014	Under development
Phase 2	Residential	Q2 2013 – Q2 2015	Held for future development

Development costs incurred..... RMB1,199.0 million

Estimated future development costs RMB1,620.0 million

Fragrant Legend occupied a total site area of 169,035 sq.m., with a total GFA of 554,701 sq.m.

A portion of Phase 1 was under construction and was expected, upon completion, to have an aggregate GFA of 247,766 sq.m., which included 176,673 sq.m. of residential space, 1,085 sq.m. of retail space and 1,333 parking spaces. This phase was expected to have an aggregate saleable GFA of 177,758 sq.m. upon completion. As of August 31, 2012, 149,871 sq.m. of residential space, 1,085 sq.m. of retail space and 1,333 parking spaces remained unsold.

The remaining portion of Phase 1 and Phases 2 to 4 were held for future development and were expected, upon completion, to have an aggregate GFA of 306,935 sq.m., which included 225,368 sq.m. of residential space, 14,918 sq.m. of retail space and 1,780 parking spaces. They were expected to have an aggregate saleable GFA of approximately 240,286 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of these phases.

This project was developed by Changzhou Future Land. We entered into the relevant land grant contract in December 2010 and had paid RMB883.5 million of the land premium in accordance with the terms of the relevant land grant contract. As of August 31, 2012, RMB140.9 million of the land premium remained to be payable. As of the Latest Practicable Date, we had obtained the land use rights certificates and construction land planning permits for Fragrant Legend. Our PRC legal advisers confirmed that there is no legal impediment to obtaining the remaining licences, permits and certificates required for the development of Fragrant Legend.

BUSINESS

(20) New Airport Road Project (新機場路項目)

New Airport Road Project is a mixed-use complex project in our “Lifestyle Mall” series. The project adjoins Xinbei District and the central district of Changzhou, close to Longjiang Road (龍江路) and Waihuan Elevated Expressway (外環高架). It is also located in proximity to a number of commercial amenities.

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Serviced apartments	Q1 2014 – Q4 2015	Held for future development
Phase 2	Offices	Q2 2014 – Q4 2015	Held for future development

Development costs incurred.....	RMB30.4 million
Estimated future development costs	RMB347.2 million

This project occupied a total site area of 55,048 sq.m., with a total GFA of 103,785 sq.m., which included 12,412 sq.m. of office space and 70,160 sq.m. of serviced apartments and 356 parking spaces. It was held for future development and was expected to have an aggregate saleable GFA of approximately 82,572 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of this project.

This project will be developed by Changzhou Future Land. We entered into the relevant land grant contract in September 2004 and had paid the land premium of RMB29.5 million in full in accordance with the terms of the relevant land grant contract. Changzhou Future Land had obtained all necessary land use rights certificates and a Planning Permit for Temporary Construction Works for New Airport Road Project. Our PRC legal advisers confirmed that as of the Latest Practicable Date, there are no legal impediments to obtain any licence, permit, and certificate required for development of this project, provided that we take all necessary steps and submit the relevant applications in accordance with the requirements and time frame prescribed by the applicable PRC laws and regulations.

(21) Xingye Road North Land Parcel Project (興業路北地塊項目)

Xingye Road North Land Parcel Project is a mixed-use complex project in our “Lifestyle Mall” series. It is situated in Xinbei District adjacent to Xingye Road (興業路). It is closely located near the Changzhou municipal government offices, the Changzhou International Convention and Exhibition Centre and the Changzhou Sports Centre. It is well-connected to transportation facilities and is located in proximity to many public bus lines and BRT stops.

BUSINESS

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential, retail and serviced apartments	Q3 2012 – Q4 2013	Held for future development

Development costs incurred..... RMB67.1 million

Estimated future development costs RMB604.9 million

Xingye Road North Land Parcel Project occupied a total site area of 55,585 sq.m., with a total GFA of 135,347 sq.m., comprising 69,982 sq.m. of residential space, 5,338 sq.m. of retail space, 35,000 sq.m. of serviced apartments and 493 parking spaces. It was held for development and was expected to have an aggregate saleable GFA of approximately 110,320 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of this project.

This project will be developed by Changzhou Fulong. We entered into the relevant land grant contract in June 2010 and had paid RMB64.0 million of the land premium in accordance with the terms of the relevant land grant contract. As of August 31, 2012, RMB96.0 million of the land premium remained to be payable. Our PRC legal advisers confirmed that (i) there are no legal impediments to obtain the land use rights certificates for Xingye Road North Land Parcel Project after paying the land premium in full; and (ii) as of the Latest Practicable Date, there are no legal impediments to obtain the remaining licences, permits and certificates required for the development of this project, provided that we take all necessary steps and submit the relevant applications in accordance with the requirements and time frame prescribed by the applicable PRC laws and regulations.

(22) Changxin Road Project (常新路項目)

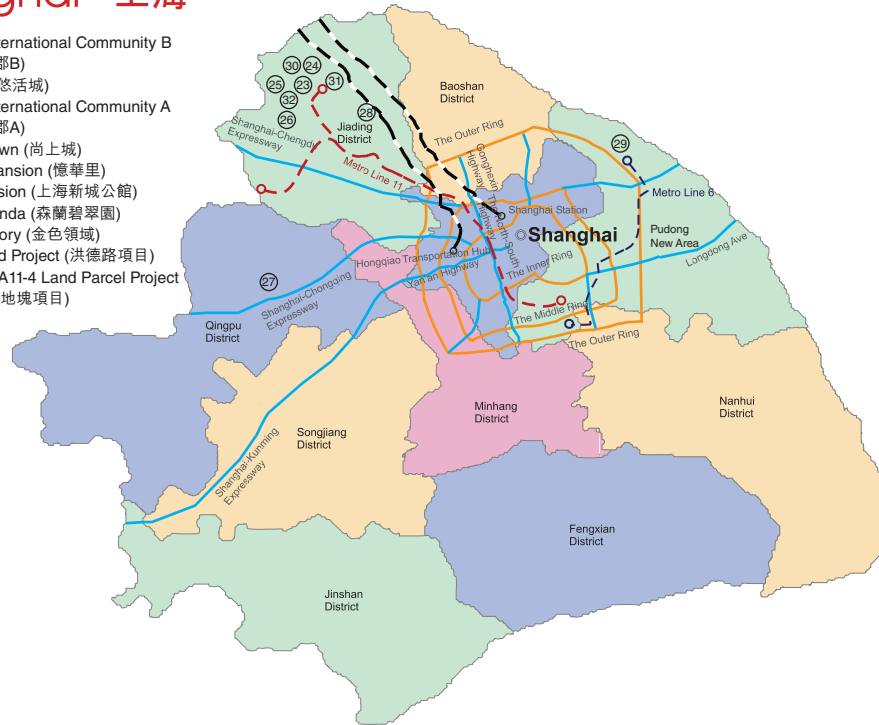
Changxin Road Project comprises an industrial complex located in Changxin Road, Changzhou. It occupies a site area of approximately 266,030 sq.m. and a total GFA of approximately 112,500 sq.m. We are holding the relevant land parcels in this project for future development upon obtaining the necessary approvals to re-zone the site for commercial use. Relevant application materials for re-zoning the aforesaid industrial complex had been submitted to the relevant governmental authorities.

We acquired the Changxin Road project in October 2010 by acquiring 100% of the equity interests in Changzhou Jiachi. Changzhou Jiachi had paid the land premium of RMB160.0 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that there are no legal impediments to obtain the land use rights certificate designating the site for industrial use. As aforementioned, we are in the process of applying to the relevant government authorities for re-zoning the site for commercial use. As of the Latest Practicable Date, we are negotiating with the relevant government authorities for the terms and conditions for such re-zoning activity. Our PRC legal advisers confirmed that upon the relevant government authorities granting administrative approval to re-zone the relevant site, there will be no legal impediment in obtaining the land use rights certificates designating the site for commercial use after we satisfy the terms and conditions of such approval (if any). We intend to apply for the relevant licences, permits and certificates required for the development of this project after obtaining the aforesaid re-zoning approvals.

Our Property Development Projects in Shanghai (上海)

Shanghai 上海

- 23 Park View International Community B (上海新城金郡B)
- 24 YOHO City (悠活城)
- 25 Park View International Community A (上海新城金郡A)
- 26 Exalted Uptown (尚上城)
- 27 Gorgeous Mansion (憶華里)
- 28 Legend Mansion (上海新城公館)
- 29 Petrus Hacienda (森蘭碧翠園)
- 30 Golden Territory (金色領域)
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(23) Park View International Community B (上海新城金郡 B)



BUSINESS

Park View International Community B is a residential project in our “SweetHomes” series. It is located at the heart of Jiading New City Area, one of the five key new towns to be developed by the Shanghai municipality. It borders Ziqi Donglai Central Scenic Park (“紫氣東來”中央景觀公園) to the south and Shanghai F1 International Circuit to the west. It has a number of amenities in its vicinity, including Affiliated Secondary School of Shanghai University of Communications (上海交大附中) and Baoli Theatre (保利大劇院). It is well-connected with transportation facilities and major roads, including the Shanghai-Jiading Expressway (滬嘉高速) and the Shanghai-Nanjing Expressway (滬寧高速) that connects it to the city centre of Shanghai, Hongqiao International Airport and major cities in both Jiangsu and Zhejiang Provinces. It is also located close to Baiyin (白銀) Station of the Shanghai Metro Line 11.

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential	Q4 2009 – Q4 2010	Completed
Phase 1 Extension	Residential	Q2 2010 – Q2 2012	Completed
Phase 2	Residential, retail and serviced apartments	Q2 2011 – Q2 2013	Under development

Development costs incurred..... RMB1,283.5 million

Estimated future development costs RMB142.1 million

Park View International Community B occupied a total site area of 93,463 sq.m. with a total GFA of 233,409 sq.m.

Phase 1 and Phase 1 Extension were completed with an aggregate GFA of 119,771 sq.m. As of August 31, 2012, 1,219 sq.m. of residential space, 195 sq.m. of serviced apartment, and 1,151 sq.m. of retail space remained unsold and 402 parking spaces remained available for sale or for lease.

Phase 2 was under development and was expected, upon completion, to have an aggregate GFA of 113,638 sq.m., comprising 45,548 sq.m. of residential space, 2,693 sq.m. of retail space, 26,973 sq.m. of serviced apartments and 852 parking spaces. It was expected to have an aggregate saleable GFA of approximately 75,214 sq.m. upon completion. As of August 31, 2012, 558 sq.m. of residential space, 381 sq.m. of the retail space and 18,531 sq.m. of serviced apartments remained unsold and all of the parking spaces remained available for sale or for lease.

This project was developed by Shanghai Future Land Chuangjia. We entered into the relevant land grant contract in August 2008 and had paid the land premium of RMB350.5 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of Park View International Community B as of the Latest Practicable Date.

(24) YOHO City (悠活城)



YOHO City is a residential project in our “FirstHomes” series. It is located northwest of Jiading New City area, one of the five key new development towns in Shanghai. The project is well-connected to transportation facilities, including Jiading Station of Shanghai Metro Line 11 (地鐵11號線嘉定西站) and the Jiading Long Haul Transportation Hub (嘉定長途客運中心), which allow residents to commute between Shanghai and major cities of the Jiangsu and Zhejiang Provinces via rapid bus lines.

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential	Q4 2009 – Q4 2012	Under development
Phase 2	Residential	Q3 2010 – Q4 2012	Under development
Phase 3	Residential, retail and serviced apartments	Q3 2011 – Q4 2013	Under development

Development costs incurred..... RMB1,240.7 million

Estimated future development costs RMB137.8 million

YOHO City occupied a total site area of 78,369 sq.m., with a total GFA of 232,430 sq.m.

A portion of Phase 1 was completed with an aggregate GFA of 67,488 sq.m. As of August 31, 2012, 708 sq.m. of residential space and 758 sq.m. of retail space remained unsold and 180 parking spaces in this portion remained available for sale or for lease.

The remaining portion of Phase 1 and Phases 2 and 3 were under development and were expected, upon completion, to have an aggregate GFA of 164,942 sq.m., comprising 88,065 sq.m. of residential space, 12,072 sq.m. of retail space, 20,269 sq.m. of serviced apartments and 829 parking spaces. These portion and Phases were expected to have an aggregate saleable GFA of approximately 120,405 sq.m. upon completion. As of August 31, 2012, 14,317 sq.m. of residential space, 11,622 sq.m. of retail space and all of the serviced apartments remained unsold and 829 parking spaces remained available for sale or for lease in these portion and Phases.

BUSINESS

This project was developed by Shanghai Future Land Wanjia. We entered into the relevant land grant contract in May 2009 and had paid the land premium of RMB400.0 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of YOHO City as of the Latest Practicable Date.

(25) Park View International Community A (上海新城金郡 A)



Park View International Community A is a residential project in our “SweetHomes” series. It is adjacent to Park View International Community B and shares similar location characteristics as Park View International Community B.

Details of this project as of August 31, 2012 were as follows:

	<u>Types of properties</u>	<u>Actual/planned construction period</u>	<u>Status</u>
Phase 1	Residential	Q3 2010 – Q4 2011	Completed
Phase 2	Residential	Q2 2011 – Q3 2013	Under development
Phase 3	Retail and serviced apartments	Q4 2012 – Q4 2014	Held for future development

Development costs incurred.....	RMB917.7 million
Estimated future development costs	RMB445.8 million

Park View International Community A occupied a total site area of 70,090 sq.m. with a total GFA of 235,496 sq.m.

Phase 1 was completed with an aggregate GFA of 56,855 sq.m. As of August 31, 2012, 344 sq.m. of residential space remained unsold and 410 parking spaces in Phase 1 remained available for sale or for lease.

Phase 2 was under development and was expected, upon completion, to have an aggregate GFA of 94,037 sq.m., comprising 49,269 sq.m. of residential space, 12,347 sq.m. of retail space and 698 parking spaces. Phase 2 was expected to have an aggregate saleable GFA of approximately 61,616 sq.m. upon completion. As of August 31, 2012, 2,471 sq.m. of residential space and all of the retail space remained unsold and all parking spaces remained available for sale or for lease in Phase 2.

BUSINESS

Phase 3 was held for future development and was expected, upon completion, to have an aggregate GFA of 84,604 sq.m., comprising 22,696 sq.m. of retail space, 39,588 sq.m. of serviced apartments and 512 parking spaces. Phase 3 was expected to have an aggregate saleable GFA of approximately 62,284 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of Phase 3 of this project.

This project was developed by Shanghai Future Land Chuangjia. We entered into the relevant land grant contract in May 2009 and had paid the land premium of RMB466.0 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of Park View International Community A as of the Latest Practicable Date.

(26) Exalted Uptown (尚上城)



Exalted Uptown is a residential project in our “FirstHomes” series. It is located in Anting Town of Jiading District, at the heart of the Shanghai’s international automobile industrial base. The Automobile Expo Park (汽車博覽公園) and a golf course are in the vicinity of the project. Conveniently located within walking distance of Shanghai-Nanjing Inter-city High Speed Railway Anting Station (滬寧城際高鐵安亭站), Exalted Uptown is well-connected to major inter-city transportation facilities, major roads such as the Shanghai-Nanjing Expressway (滬寧高速), the Shanghai-Jiading Expressway (滬嘉高速) and the Cao’an Expressway (曹安公路), as well as Anting Automobile City Station of Shanghai Metro Line 11 (軌道交通11號線安亭汽車城站).

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential	Q1 2011 – Q3 2012	Completed
Phase 2	Residential, retail and serviced apartments	Q2 2011 – Q2 2013	Under development
Phase 3	Retail	Q3 2011 – Q4 2012	Under development

Development costs incurred..... RMB1,361.0 million

Estimated future development costs RMB131.8 million

Exalted Uptown occupied a total site area of 65,944 sq.m. and a total GFA of 171,786 sq.m.

BUSINESS

Phase 1 was completed with an aggregate GFA of 78,619 sq.m. As of August 31, 2012, 60,991 sq.m. of residential space and 456 sq.m. of retail space remained unsold and 400 parking spaces remained available for sale or for lease.

Phases 2 and 3 were under development and were expected, upon completion, to have an aggregate GFA of 93,167 sq.m., comprising 29,072 sq.m. of residential space, 17,399 sq.m. of retail space, 21,899 sq.m. of serviced apartments and 380 parking spaces. It was expected to have an aggregate saleable GFA of approximately 68,370 sq.m. upon completion.

As of August 31, 2012, 94 sq.m. of residential space, 17,006 sq.m. of retail space and 4,877 sq.m. of the serviced apartments remained unsold and 380 parking spaces remained available for sale or for lease in this project.

This project was developed by Shanghai Future Land Chuanghong. We entered into the relevant land grant contract in February 2010 and had paid the land premium of RMB717.0 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of Exalted Uptown as of the Latest Practicable Date.

(27) *Gorgeous Mansion* (憶華里)



Gorgeous Mansion is a residential project in our “DreamHomes” series. It is located on Caoying Road (漕盈路) in Qingpu District, immediately outside the Greater Hongqiao Region (大虹橋板塊). The tourist attractions of Zhujiajiao Old Town (朱家角古鎮) and Dianshan Lake (淀山湖) are in its close vicinity. It is well-connected to transportation facilities, including Caoying Station of Shanghai Metro Line 20 (軌道交通20號線漕盈路站), which is currently under Construction.

BUSINESS

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential	Q4 2010 – Q3 2012	Completed
Phase 2	Residential	Q3 2011 – Q4 2012	Under development
Phase 3	Retail and hotel	Q4 2012 – Q2 2014	Held for future development

Development costs incurred..... RMB1,898.7 million

Estimated future development costs RMB713.2 million

Gorgeous Mansion occupied a total site area of 137,046 sq.m., with a total GFA of 317,096 sq.m.

Phase 1 was completed with aggregate GFA of 91,143 sq.m. As of August 31, 2012, 9,426 sq.m. of residential space and 428 sq.m. of retail space remained unsold and 210 parking spaces remained available for sale or for lease.

Phase 2 was under development and was expected, upon completion, to have an aggregate GFA of 72,733 sq.m., comprising 55,089 sq.m. of residential space and 389 parking spaces. It was expected to have an aggregate saleable GFA of approximately 55,089 sq.m. upon completion. As of August 31, 2012, 3,208 sq.m. of residential space remained unsold and all parking spaces remained available for sale or for lease in Phase 2.

Phase 3 was expected, upon completion, to have an aggregate GFA of 153,220 sq.m., comprising 66,638 sq.m. of retail space, 25,982 sq.m. of hotel premises and 1,390 parking spaces. Phase 3 was expected to have an aggregate saleable GFA of approximately 92,620 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of Phase 3 of this project.

This project was developed by Shanghai Future Land Jinjun. We entered into the relevant land grant contract in April 2010 and had paid the land premium of RMB1,201.9 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of Gorgeous Mansion as of the Latest Practicable Date.

(28) Legend Mansion (上海新城公館)



BUSINESS

Legend Mansion is a residential project in our “DreamHomes” series. It is located in the Nanxiang Old Town (南翔古鎮) in Jiading District. It offers its residents a variety of amenities including commercial complexes, educational institutes and medical facilities, within its vicinity. It is well-connected to transportation facilities, including Nanxiang Station of Shanghai Subway Line No. 11, which is one stop away from Putuo District in the center of Shanghai.

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phases 1	Residential	Q4 2010 – Q4 2012	Under development

Development costs incurred..... RMB1,480.3 million

Estimated future development costs RMB149.3 million

Legend Mansion occupied a total site area of 45,152 sq.m. and a total GFA of 104,279 sq.m., comprising 58,851 sq.m. of residential space, 812 sq.m. of retail space, 13,896 sq.m. of serviced apartments and 686 parking spaces. It was under development and was expected to have an aggregate saleable GFA of approximately 73,559 sq.m. upon completion. As of August 31, 2012, 16,232 sq.m. of residential space, 812 sq.m. of retail space and 12,019 sq.m. of serviced apartments remained unsold and all of the parking spaces in this project remained available for sale or for lease.

This project was developed by Shanghai Future Land Nanjun. We entered into the relevant land grant contract in March 2010 and had paid the land premium of RMB953.6 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of Legend Mansion as of the Latest Practicable Date.

(29) Petrus Hacienda (森蘭碧翠園)



Petrus Hacienda is a residential project in our “PrestigeHomes” series. It is located in Gaohang Town (高行鎮) in Pudong New Area, adjacent to the Waigaoqiao Tax Free Zone (外高橋保稅區). It is located within a residential area that offers its residents a variety of amenities within its vicinity. Wet lands, sports parks, international schools and medical facilities can be found close to the development. It is well-connected to transportation facilities, including Wuzhou Avenue Station (五洲大道站) of Shanghai Metro Line 6.

BUSINESS

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential	Q1 2011 – Q4 2012	Under development

Development costs incurred..... RMB1,159.2 million
 Estimated future development costs RMB654.9 million

Petrus Hacienda occupied a site area of 79,328 sq.m., with a total GFA of 200,643 sq.m., comprising 128,318 sq.m. of residential space and 1,000 parking spaces. It was under development. This project was currently under development and it was expected to have an aggregate saleable GFA of approximately 128,318 sq.m. upon completion. As of August 31, 2012, 83,830 sq.m. of residential space remained unsold and all of the parking spaces in Phase 1 remained available for sale or for lease.

This project was developed by Shanghai Dongjun. We entered into the relevant land grant contract in October 2009 and had paid the land premium of RMB324.9 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of Petrus Hacienda as of the Latest Practicable Date.

(30) Golden Territory (金色領域)

Golden Territory is a residential project in our “SweetHomes” series. It is located at the heart of Jiading New City Area, one of the five key new towns to be developed by the Shanghai municipality, in proximity to Park View International Community A and shares similar location characteristics as Park View International Community A.

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential	Q3 2011 – Q3 2013	Under development
Phase 2	Residential	Q3 2012 – Q4 2013	Held for future development

Development costs incurred..... RMB1,534.9 million
 Estimated future development costs RMB925.3 million

Golden Territory occupied a total site area of 90,013 sq.m., with a total GFA of 227,546 sq.m.

A portion of Phase 1, which was under construction, was expected to have an aggregate GFA of 96,767 sq.m., comprising 72,670 sq.m. of residential space, 883 parking spaces, all of which was saleable. As of August 31, 2012, 33,079 sq.m. of residential space remained unsold and all of the parking spaces in this portion remained available for sale or for lease.

The remaining portion of Phase 1 and Phase 2 were held for future development and were expected, upon completion, to have an aggregate GFA of 130,779 sq.m., which include 103,177 sq.m. of residential space, 2,335 sq.m. of retail space and 698 parking spaces. These portion and phases were expected to have an aggregate saleable GFA of 105,512 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of this portion of Phase 1 and Phase 2 of Golden Territory.

This project was developed by Shanghai Wanzhicheng. We entered into a cooperation agreement with Shanghai Vanke Real Estate Co., Ltd. (上海萬科房地產有限公司) (“**Shanghai Vanke**”), pursuant to which we acquired 50% equity interests in Shanghai Wanzhicheng to jointly develop Golden Territory. As of August 31, 2012, Shanghai Wanzhicheng had paid the land premium of RMB1,119.2 million in full in accordance with the terms of the relevant land grant contract (of which RMB559.6 million, representing 50% of the total land premium, was contributed by us pursuant to the aforesaid cooperation agreement). Shanghai Wanzhicheng had obtained all necessary land use rights certificates for Golden Territory. Our PRC legal advisers confirmed that we had obtained all licences, permits, and certificates required for the development of Phase 1 of this project. Our PRC legal advisers also confirmed that as of the Latest Practicable Date, there are no legal impediments to obtain the licences, permits and certificates required for the development of the remaining phases of Golden Territory, provided that we take all necessary steps and submit the relevant applications in accordance with the requirements and time frame prescribed by the applicable PRC laws and regulations.

(31) Hongde Road Project (洪德路項目)

Hongde Road Project is a residential project in our “DreamHomes” series. It is located at the heart of Jiading New City, one of the five key new development towns in Shanghai. It borders Ziqi Donglai Central Scenic Park (“紫氣東來”中央景觀公園) to the south and Shanghai F1 International Circuit to the west. It is located across from Affiliated Secondary School of Shanghai University of Communications (上海交大附中), one of the reputable secondary schools in Shanghai. It is well-connected with transportation facilities and major roads, including the Shanghai-Jiading Expressway (滬嘉高速) and the Shanghai-Nanjing Expressway (滬寧高速) that connects the project to the city centre of Shanghai, Hongqiao International Airport and major cities in both Jiangsu and Zhejiang Provinces. It is also located in proximity to Baiyin (白銀) Station of the Shanghai Metro Line 11.

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential	Q2 2013 – Q2 2015	Held for future development
Development costs incurred.....		RMB628.5 million	
Estimated future development costs		RMB321.3 million	

Hongde Road Project occupied a site area of 41,895 sq.m., with a total GFA of 87,835 sq.m., comprising 53,626 sq.m. of residential space, 6,714 sq.m. of retail space, 5,295 sq.m. of office space and 649 parking spaces. It was held for future development and was expected to have an aggregate saleable GFA of approximately 65,635 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of this project.

This project will be developed by Shanghai Future Land Chuangyu. We entered into the relevant land grant contract in October 2010 and had paid the land premium of RMB610.0 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that as of the Latest Practicable Date, there are no legal impediments to obtain the remaining licences, permits and certificates required for the development of this project, provided that we take all necessary steps and submit the relevant applications in accordance with the requirements and time frame prescribed by the applicable PRC laws and regulations.

(32) Baiyin Road A11-4 Land Parcel Project (白銀路A11-4地塊項目)

Baiyin Road A11-4 Land Parcel Project is a residential project in our “SweetHomes” series. It is located at the heart of Jiading New City, one of the five key new development towns in Shanghai. It borders Ziqi Donglai Central Scenic Park (“紫氣東來”中央景觀公園) to the south and Shanghai F1 International Circuit to the west. It is located across from the Affiliated Secondary School of Shanghai University of Communication (上海交大附中), one of the most reputable secondary schools in Shanghai, and Baoli Theatre (保利大劇院). It is well-connected with transportation facilities and major roads, including the Shanghai-Jiading Expressway (滬嘉高速) and the Shanghai Nanjing Expressway (滬寧高速) that connects it to the city centre of Shanghai, Hongqiao International Airport and major cities in both Jiangsu and Zhejiang Provinces. It is also located in proximity to Baiyin (白銀) Station of the Shanghai Metro Line 11.

Details of this project as of August 31, 2012 were as follows:

	<u>Types of properties</u>	<u>Actual/planned construction period</u>	<u>Status</u>
Phase 1	Residential and retail	Q4 2012 – Q4 2013	Held for future development

Development costs incurred	RMB311.2 million
Estimated future development costs	RMB257.5 million

Baiyin Road A11-4 Land Parcel Project occupied a site area of 35,259 sq.m., with a total GFA of 70,732 sq.m., comprising 39,146 sq.m. of residential space, 11,283 sq.m. of retail space and 303 parking spaces. It was held for future development and was expected to have an aggregate saleable GFA of approximately 50,429 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of this project.

This project will be developed by Shanghai Fuming. On June 21, 2012, we acquired 100% of the equity interest in Shanghai Fuming for a total consideration of RMB311.2 million. As of August 31, 2012, Shanghai Fuming had paid the land premium of RMB264.0 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that there are no legal impediments to obtaining the remaining licences, permits and certificates required for the development of the Baiyin Road A11-4 Land Parcel Project.

Our Property Development Projects in Nanjing (南京)

Nanjing (南京)

- ③③ New Golden Town (南京新城金郡)
- ②④ Nanjing Future France (南京香溢紫郡)
- ②⑤ Hubei Road Project (湖北路项目)



(33) New Golden Town (南京新城金郡)



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New Golden Town is a residential project in our “SweetHomes” series. It is located in the Qixia District near Taipingshan Park (太平山公園) bordering Nanjing Economic and Technological Development Zone (南京經濟技術開發區) to the north. Conveniently located within walking distance of Shanghai-Nanjing Inter-city High Speed Railway Xianlin Station (滬寧城際高鐵仙林站), New Golden Town is well-connected to major inter-city transportation facilities as well as many public bus lines.

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential	Q3 2010 – Q4 2012	Under development

Development costs incurred.....	RMB980.0 million
Estimated future development costs	RMB68.2 million

New Golden Town occupied a total site area of 47,458 sq.m., with a total GFA of 132,714 sq.m., comprising 101,781 sq.m. of residential space, 1,915 sq.m. of retail space and 617 parking spaces. It was under development. It was expected to have an aggregate saleable GFA of approximately 103,696 sq.m. upon completion. As of August 31, 2012, 13,651 sq.m. of residential space and 831 sq.m. of the retail space remained unsold and 617 parking spaces remained available for sale or for lease in this project.

This project was developed by Nanjing Future Land Wanjia. We entered into the relevant land grant contract in January 2010 and had paid the land premium of RMB450 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of New Golden Town as of the Latest Practicable Date.

(34) Nanjing Future France (南京香溢紫郡)

Nanjing Future France is a residential project in our “SweetHomes” series. It is located in Gaoxin District, bordering Jinling Institute of Nanjing University (南京大學金陵學院) to the east and Longwangshan Scenic Area (龍王山風景區) to the north. It is well-connected to transportation facilities, including many public bus lines, the Nanjing No. 6 Expressway (寧六公路) and Xinghuo Road Station of Nanjing Metro Line 3 (軌道交通3號線星火路站), which is currently under construction.

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Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential	Q4 2011 – Q4 2013	Under development
Phase 2	Residential, retail and serviced apartments	Q2 2012 – Q4 2014	Under development
Phase 3	Residential	Q3 2012 – Q4 2014	Held for future development
Phase 4	Residential	Q3 2013 – Q3 2015	Held for future development
Phase 5	Residential	Q2 2014 – Q2 2016	Held for future development

Development costs incurred..... RMB1,656.3 million

Estimated future development costs RMB2,288.9 million

Nanjing Future France occupied a total site area of 239,116 sq.m., with a total GFA of 684,416 sq.m.

Phase 1 and Phase 2, which were under construction, were expected to have an aggregate GFA of 232,141 sq.m., comprising 153,012 sq.m. of residential space, 20,865 sq.m. of retail space, 16,852 sq.m. of service apartments and 631 parking spaces. It was expected to have an aggregate saleable GFA of 190,728 sq.m. upon completion. As of August 31, 2012, 74,286 sq.m. of residential space and all of the retail space and service apartments remained unsold and all of the parking spaces remained available for sale or for lease in these phases.

Phases 3 to 5 were held for future development and were expected, upon completion, to have an aggregate GFA of 452,275 sq.m., which included 350,777 sq.m. of residential space, 2,000 sq.m. of retail space, and 2,741 parking spaces. These phases were expected to have an aggregate saleable GFA of 352,777 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of Phases 3 to 5 of Nanjing Future France.

This project was developed by Nanjing Future Land Yunsheng. We entered into the relevant land grant contracts in November 2010 and had paid the land premium of RMB1,325 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of Phase 1 of this project. Our PRC legal advisers also confirmed that (i) there are no legal impediments to obtain all necessary land use rights certificates for the remaining phases of Nanjing Future France after paying the land premium in full; and (ii) as of the Latest Practicable Date, there are no legal impediments to obtain the remaining licences, permits and certificates required for the development of such Phases, provided that we take all necessary steps and submit the relevant applications in accordance with the requirements and time frame prescribed by the applicable PRC laws and regulations.

(35) Hubei Road Project (湖北路項目)

Hubei Road Project is a mixed-use complex project. It is located in Hunan Road commercial district, one of the commercial centres of Nanjing city, adjacent to Xuanwu Lake Park (玄武湖公園). It borders Lion Bridge Pedestrian Foot Path (獅子橋步行街) to the east and is close to Nanjing Yaohan (南京八佰伴), Suning Global Shopping Centre (蘇寧環球購物中心), Nanjing International Plaza (南京國際廣場) and Westin Hotel (威斯汀大酒店). It is well-connected to transportation facilities, including many public bus lines and Xuanwumen Station of Nanjing Metro Line 1.

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Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Retail	Q2 2013 – Q4 2015	Held for future development

Development costs incurred..... RMB421.2 million

Estimated future development costs RMB314.2 million

Hubei Road Project occupied a total site area of 11,627 sq.m., with a total GFA of 52,650 sq.m., comprising 36,250 sq.m. of retail space and 172 parking spaces. It was held for future development. It was expected to have an aggregate saleable GFA of approximately 36,250 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of this project.

This project will be developed by Nanjing Future Land Chuangzhi. We entered into the relevant land grant contract in June 2007 and had paid the land premium of RMB405.0 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that (i) there are no legal impediments to obtain all necessary land use rights certificates for Hubei Road Project after paying the land premium in full; and (ii) as of the Latest Practicable Date, there are no legal impediments to obtain the remaining licences, permits and certificates required for development of this project, provided that we take all necessary steps and submit the relevant applications in accordance with the requirements and time frame prescribed by the applicable PRC laws and regulations.

Our Property Development Projects in Kunshan (昆山)

Kunshan (昆山)

③⑥ Kunshan Future France (昆山香溢紫郡)

③⑦ Kunshan Future Land Territory West Project (昆山新城域西侧项目)



(36) Kunshan Future France (昆山香溢紫郡)

Kunshan Future France is a residential project in our “SweetHomes” series. It is located at the intersection of National Highway 312 (312國道) and South Yangtze Road (長江南路) in Yushan Town. Conveniently located within walking distance of Shanghai-Nanjing Inter-city High Speed Railway Station (滬寧城際高鐵站) and the Beijing-Shanghai Inter-city High Speed Railway Kunshan South Station (京滬高鐵昆山南站), Kunshan Future France is well-connected to major inter-city transportation facilities. It also borders Kunshan Automobile Transportation Hub (昆山市汽車客運中心站) to the north.

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential	Q2 2012 – Q4 2013	Under development
Phase 2	Residential	Q4 2012 – Q1 2014	Held for future development
Phase 3	Retail and serviced apartments	Q3 2013 – Q4 2014	Held for future development
Development costs incurred.....		RMB755.3 million	
Estimated future development costs		RMB1,204.1 million	

Kunshan Future France occupied a total site area of 140,085 sq.m., with a total GFA of 408,233 sq.m.

A portion of Phase 1 was under construction and was expected, upon completion, to have an aggregate GFA of 73,669 sq.m., comprising of 70,531 sq.m. of residential space. This phase was expected to have an aggregate saleable GFA of 70,531 sq.m. upon completion. As of August 31, 2012, 39,870 sq.m. of residential space remained unsold.

The remaining portion of Phase 1 and Phase 2 to 3 were held for future development and were expected, upon completion, to have an aggregate GFA of 334,564 sq.m., comprising 136,271 sq.m. of residential space, 53,502 sq.m. of retail space, 19,566 sq.m. of serviced apartments, 8,541 sq.m. of office space and 2,001 parking spaces. These phases were expected to have an aggregate saleable GFA of approximately 217,880 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of the remaining portion of Phase 1 and Phases 2 to 3.

This project will be developed by Kunshan Future Land Chuanghong. We entered into the relevant land grant contract in January 2011 and had paid RMB636.9 million of the land premium in accordance with the terms of the relevant land grant contract. As at August 31, 2012, RMB150.7 million of the land premium remained to be payable. Our PRC legal advisers confirmed that (i) there are no legal impediments to obtain the land use rights certificates for Kunshan Future France after paying the land premium in full; and (ii) as of the Latest Practicable Date, there are no legal impediments to obtain the remaining licences, permits and certificates required for the development of this project, provided that we take all necessary steps and submit the relevant applications in accordance with the requirements and time frame prescribed by the applicable PRC laws and regulations.

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(37) Kunshan Future Land Territory West Project (昆山新城域西側項目)

Kunshan Future Land Territory West Project is a mixed-use complex project in our “Lifestyle Mall” series. It is located at the intersection of National Highway 312 (312國道) and Southern Extension of Bailu Road (柏廬路南延線) in Yushan Town. It is located in proximity to Kunshan Future France and shares similar location characteristics.

Details of this project as of August 31, 2012 were as follows:

	<u>Types of properties</u>	<u>Actual/planned construction Period</u>	<u>Status</u>
Phase 1	Residential, retail and serviced apartments	Q2 2013 – Q4 2015	Held for future development

Development costs incurred.....	RMB88.7 million
Estimated future development costs	RMB949.2 million

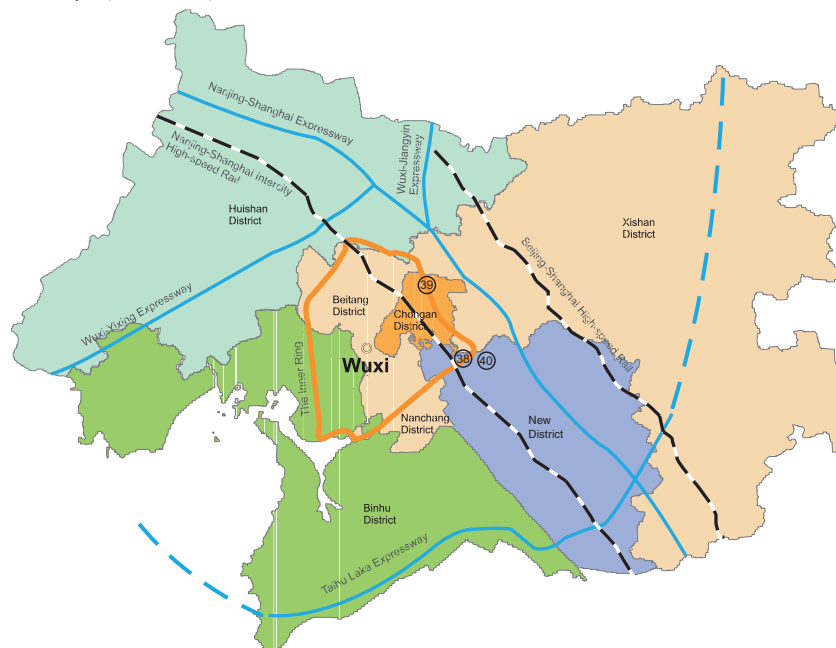
Kunshan Future Land Territory West Project occupied a total site area of 65,582 sq.m., with a total GFA of 210,497 sq.m., comprising 111,134 sq.m. of residential space, 20,015 sq.m. of retail space, 32,400 sq.m. of serviced apartments and 924 parking spaces. It was held for future development and was expected to have an aggregate saleable GFA of approximately 163,549 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of this project.

This project will be developed by Kunshan Future Land Chuangyu. We entered into the relevant land grant contract in January 2011 and had paid RMB77.1 million of the land premium in accordance with the terms of the relevant land grant contract. As of August 31, 2012, RMB308.5 million of the land premium remained to be payable. Our PRC legal advisers confirmed that (i) there are no legal impediments to obtain the land use rights certificates for Kunshan Future Land Territory West Project after paying the land premium in full; and (ii) as of the Latest Practicable Date, there are no legal impediments to obtain the remaining licences, permits and certificates required for the development of this project, provided that we take all necessary steps and submit the relevant applications in accordance with the requirements and time frame prescribed by the applicable PRC laws and regulations.

Our Property Development Projects in Wuxi (無錫)

Wuxi (無錫)

- ③⑧ Up Town (尚東雅園)
- ③⑨ East China Home Decor Centre (華東家藝中心)
- ④⑩ Jincheng East Road Project (金城東路項目)



(38) Up Town (尚東雅園)



Up Town is a residential project in our “SweetHomes” series. It is located in the State Hi-tech Industrial Park, close to Beijing-Hangzhou Grand Canal (京杭大運河). Conveniently located within walking distance of Shanghai-Nanjing Inter-city High Speed Railway Xinqu Station (滬寧城際高鐵新區站), Up Town is well-connected to major inter-city transportation facilities as well as many public bus lines.

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Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential and retail	Q4 2010 – Q4 2012	Under development
Phase 2	Residential	Q1 2012 – Q4 2013	Under development
Phase 3	Residential, retail and serviced apartments	Q4 2012 – Q2 2014	Held for future development
Phase 4	Residential	Q4 2012 – Q4 2013	Held for future development

Development costs incurred..... RMB1,931.5 million

Estimated future development costs RMB990.4 million

This project occupied a total site area of 143,514 sq.m., with a total GFA of 448,828 sq.m.

Phase 1 and 2 were under construction and were expected, upon completion, to have an aggregate GFA of 335,581 sq.m., which include 283,896 sq.m. of residential space, 6,626 sq.m. of retail space and 2,155 parking spaces. Phase 1 and 2 were expected to have an aggregate saleable GFA of 260,522 sq.m. upon completion. As of August 31, 2012, 163,246 sq.m. of residential space and all of the the retail space remained unsold and parking spaces remained available for sale or for lease in Phase 1 and 2.

Phases 3 and 4 were held for future development and were expected, upon completion, to have an aggregate GFA of 113,247 sq.m., which included 46,673 sq.m. of residential space, 24,528 sq.m. of retail space, 15,665 sq.m. of serviced apartments and 673 parking spaces. These phases were expected to have an aggregate saleable GFA of 86,866 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of Phases 3 and 4 of Up Town.

This project was developed by Wuxi Future Land Chuangzhi. We entered into the relevant land grant contract in June 2010 and had paid the land premium of RMB1,000.0 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of Up Town as of the Latest Practicable Date.

(39) East China Home Decor Centre (華東家藝中心)



East China Home Decor Centre is a mixed-use complex project in our “Lifestyle Mall” series. It is located along south of Xihu Road (錫滬路) in the commercial area of Chongan District. The project is located close to amenities including Jinghai Park (靖海公園), Carrefour (家樂福), Lotus Shopping Centre (易初蓮花購物中心) and Yuexing International Furniture Plaza (月星國際家具廣場). It is well-connected to transportation facilities, including many public bus lines, the East Jianghai Expressway (江海東路快速路) and Jinghai Park Station of the planned of Wuxi Metro Line 2 (軌道交通2號線靖海公園站), which is currently under construction.

Details of this project as of August 31, 2012 were as follows:

	<u>Types of properties</u>	<u>Actual/planned construction period</u>	<u>Status</u>
Phase 1	Retail and serviced apartments	Q3 2011 – Q4 2012	Under development

Development costs incurred..... RMB856.3 million

Estimated future development costs RMB147.3 million

East China Home Decor Centre occupied a total site area of 34,257 sq.m., with a total GFA of 149,823 sq.m., comprising 52,591 sq.m. of retail space, 43,327 sq.m. of serviced apartments and 633 parking spaces. This project was under development and was expected to have an aggregate saleable GFA of approximately 95,919 sq.m. upon completion. As of August 31, 2012, 31,858 sq.m. of serviced apartments and 31,124 sq.m. of retail space remained unsold and 633 parking spaces in this project remained available for sale or for lease.

This project was developed by Wuxi Future Land Wanbo. We entered into the relevant land grant contracts in December 2010 and August 2011 and had paid the land premium of RMB442.4 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we have obtained all licences, permits, and certificates required for development of East China Home Decor Centre as of the Latest Practicable Date.

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(40) Jincheng East Road Project (金城東路項目)

Jincheng East Road Project is a residential project in our “SweetHomes” series. It is located in the central business district of Wuxi National Technological Industrial Zone (無錫國家高新技術產業園區), bordering Jincheng East Road to the North and Xixing Road to the west. It is also located close to Xincheng Central Park (新城中央公園) and the Inner Ring Express Road (快速內環線). It is well-connected to transportation facilities and is located in proximity to many public bus lines.

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential	Q4 2012 – Q4 2013	Held for future development
Phase 2	Residential	Q1 2013 – Q4 2014	Held for future development

Development costs incurred	RMB440.5 million
Estimated future development costs	RMB1,004.1 million

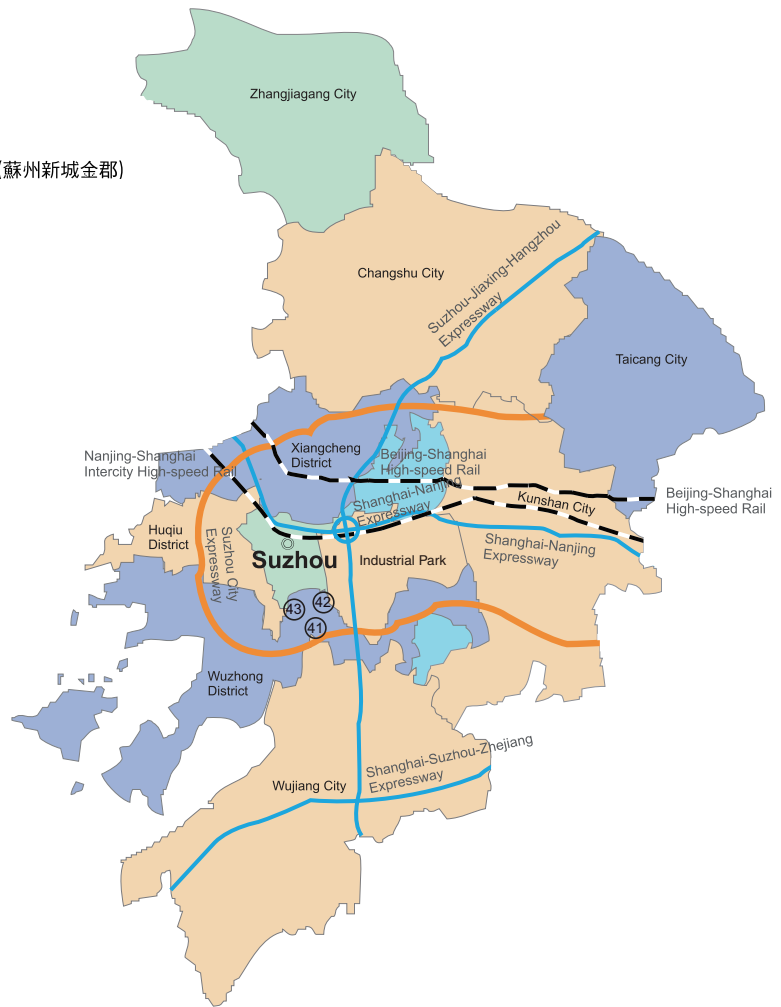
Jincheng East Road Project occupied a total site area of 71,566 sq.m., with an aggregate GFA of 261,485 sq.m., which included 190,800 sq.m. of residential space, 7,073 sq.m. of retail space and 1,572 parking spaces. It was expected to have an aggregate saleable GFA of approximately 197,873 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of this project.

This project will be developed by Wuxi Future Land Wanjia. We entered into the relevant land grant contract in September 2011 and had paid RMB439 million of the land premium in accordance with the terms of the relevant land grant confirmation. As of August 31, 2012, RMB100.0 million of the land premium remained to be payable. Our PRC legal advisers confirmed that (i) there are no legal impediments to obtain the land use rights certificates for Jincheng East Road Project after paying the land premium in full; and (ii) as of the Latest Practicable Date, there are no legal impediments to obtain the remaining licences, permits and certificates required for the development of this project, provided that we take all necessary steps and submit the relevant applications in accordance with the requirements and time frame prescribed by the applicable PRC laws and regulations.

Our Property Development Projects in Suzhou (蘇州)

Suzhou (蘇州)

- ④① Suzhou Future Land Golden County (蘇州新城金郡)
- ④② Fengjin Road Project (楓津路項目)
- ④③ Sujie Project (蘇街項目)



(41) Suzhou Future Land Golden County (蘇州新城金郡)



Suzhou Future Land Golden County is a residential project in our “SweetHomes” series. It is located at the intersection of Shaoang Road (邵昂路) and Xingang Road (興昂路) in the Wuzhong District, adjacent to the Wuzhong District administrative center and Shihu Scenic Enclave (石湖風景區). It is well-connected to transportation facilities, including many public bus lines, Raocheng Expressway (繞城高速) and the planned Line 4 of the Suzhou Metro.

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential	Q4 2008 – Q3 2010	Completed
Phase 2	Residential	Q3 2010 – Q4 2013	Under development
Phase 3	Retail and serviced apartments	Q2 2012 – Q4 2013	Under development

Development costs incurred..... RMB2,338.5 million

Estimated future development costs RMB329.2 million

Suzhou Future Land Golden County occupied a total site area of 310,384 sq.m., with a total GFA of 601,341 sq.m.

Phase 1 and a portion of Phase 2 were completed with an aggregate GFA of 318,290 sq.m. As of August 31, 2012, 2,452 sq.m. of residential space and 4,647 sq.m. of retail space remained unsold and 987 parking spaces remained available for sale or for lease in these phases.

The remaining portion of Phase 2 and Phase 3 were under development and were expected, upon completion, to have an aggregate GFA of 283,051 sq.m., comprising 194,934 sq.m. of residential space, 8,091 sq.m. of retail space, 13,708 sq.m. of serviced apartments and 1,523

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parking spaces. These portions of Phase 2 and Phase 3 were expected to have an aggregate saleable GFA of approximately 216,733 sq.m. upon completion. As of August 31, 2012, 39,672 sq.m. of residential space, 7,731 sq.m. of the retail space and 13,708 sq.m. of serviced apartments remained unsold and all of the parking spaces remained available for sale or for lease in these portions of Phase 2 and Phase 3.

This project was developed by Suzhou Future Land Chuangjia. We entered into the relevant land grant contract in August 2007 and had paid the land premium of RMB920.0 million in full in accordance with the terms of the relevant land grant contract. Our PRC legal advisers confirmed that we had obtained all licences, permits and certificates required for the development of Suzhou Future Land Golden County as of the Latest Practicable Date.

(42) Fengjin Road Project (楓津路項目)

Fengjin Road Project is a residential project in our “SweetHomes” series. It is located along west of Fengjin Road (楓津路), bordering Dongwu South Road (東吳南路) to the south, next to the government building of the Wuzhong District. It is also close to the Dantaihu Park (澹台湖公園). It is well-connected to transportation facilities and is located in proximity to many public bus lines and the planned Line 2 & 4 of the Suzhou Metro.

Details of this project as of August 31, 2012 were as follows:

	Type of properties	Actual/planned construction period	Status
Phase 1	Residential	Q3 2012 – Q4 2013	Held for future development
Phase 2	Residential	Q3 2012 – Q4 2014	Held for future development

Development costs incurred	RMB216.0 million
Estimated future development costs	RMB1,235.4 million

Fengjin Road Project occupied a total site area of 74,810 sq.m. with a total GFA of 240,401 sq.m., which includes 173,645 sq.m. of residential space, 9,339 sq.m. of retail space and 1,141 parking spaces. It was held for development and is expected to have an aggregate saleable GFA of approximately 182,984 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of this project.

This project was developed by Suzhou Future Land Chuangjia. We entered into the relevant land grant contract in August 2012 and had paid the land premium of RMB216.0 million in full in accordance with the terms of the relevant land grant contract. As of August 31, 2012, RMB504.0 million of the land premium remained to be payable. Our PRC legal advisers confirmed that (i) there are no legal impediments to obtain the land use rights certificates for Fengjin Road Project after paying the land premium in full; and (ii) as of the Latest Practicable Date, there are no legal impediments to obtain the remaining licences, permits and certificates required for the development of this project, provided that we take all necessary steps and submit the relevant applications in accordance with the requirements and time frame prescribed by the applicable PRC laws and regulations.

(43) Sujie Project (蘇街項目)

Sujie Project is a residential project in our “SweetHomes” series. It is located along south of Su Street (蘇街) and east of Yuexi Street (越溪街), adjacent to Wenzheng College of Soochow University (蘇州大學文正學院). It is located in proximity to Shihu Scenic Area (石湖風景區). It is well-connected to transportation facilities and is located in proximity to many public bus lines and the planned Line 4 of the Suzhou Metro.

Details of this project as of August 31, 2012 were as follows:

	Type of properties	Actual/planned construction period	Status
Phase 1	Residential	Q4 2013 – Q2 2015	Held for future development

Development costs incurred	RMB229.5 million
Estimated future development costs	RMB1,277.1 million

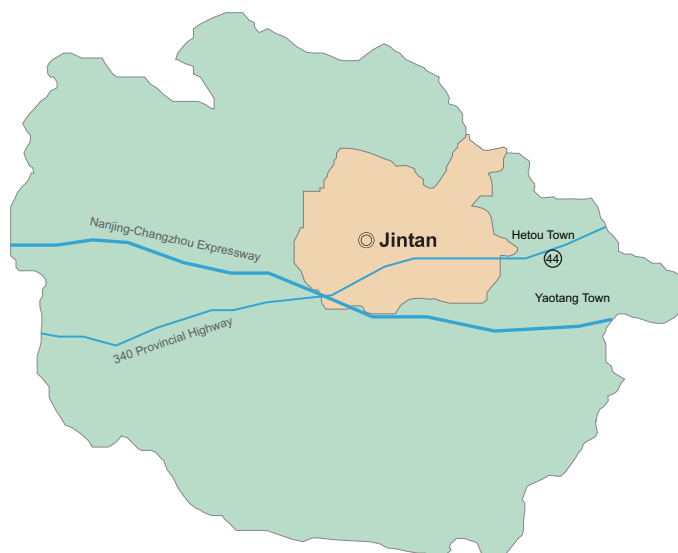
Sujie Project occupied a total site area of 82,596 sq.m. with a total GFA of 263,538 sq.m., which included 178,052 sq.m. of residential space, 5,115 sq.m. of retail space, 4,923 sq.m. of serviced apartments and 1,180 parking spaces. It was held for development and was expected to have an aggregate saleable GFA of approximately 188,090 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of this project.

This project was developed by Suzhou Future Land Chuangjia. We entered into the relevant land grant contract in July 2012 and had paid the land premium of RMB229.5 million in full in accordance with the terms of the relevant land grant contract. As of August 31, 2012, RMB 535.5 million of the land premium remained to be payable. Our PRC legal advisers confirmed that (i) there are no legal impediments to obtain the land use rights certificates for Sujie Project after paying the land premium in full; and (ii) as of the Latest Practicable Date, there are no legal impediments to obtain the remaining licences, permits and certificates required for the development of this project, provided that we take all necessary steps and submit the relevant applications in accordance with the requirements and time frame prescribed by the applicable PRC laws and regulations.

Our Property Development Project in Jintan (金壇)

Jintan (金壇)

④④ Jintan Wanjiatang Project (金壇萬建塘項目)



(44) Jintan Wanjiatang Project (金壇萬建塘項目)

Jintan Wanjiatang Project is a mixed-use complex project in our “Lifestyle Mall” series. It is located in the suburbs of Jintan City (金壇市), bordering Jinwu Expressway (金武線) which provides easy access to and from Changzhou.

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Serviced apartments and offices	Q1 2013 – Q4 2014	Held for future development
Development costs incurred		RMB15.8 million	
Estimated future development costs		RMB105.2 million	

Jintan Wanjiatang Project occupied a total site area of 31,841 sq.m., with a total GFA of 43,463 sq.m., which includes 21,312 sq.m. of serviced apartments, 10,500 sq.m. of office space and 143 parking spaces. It was held for development and was expected to have an aggregate saleable GFA of approximately 31,812 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of this project.

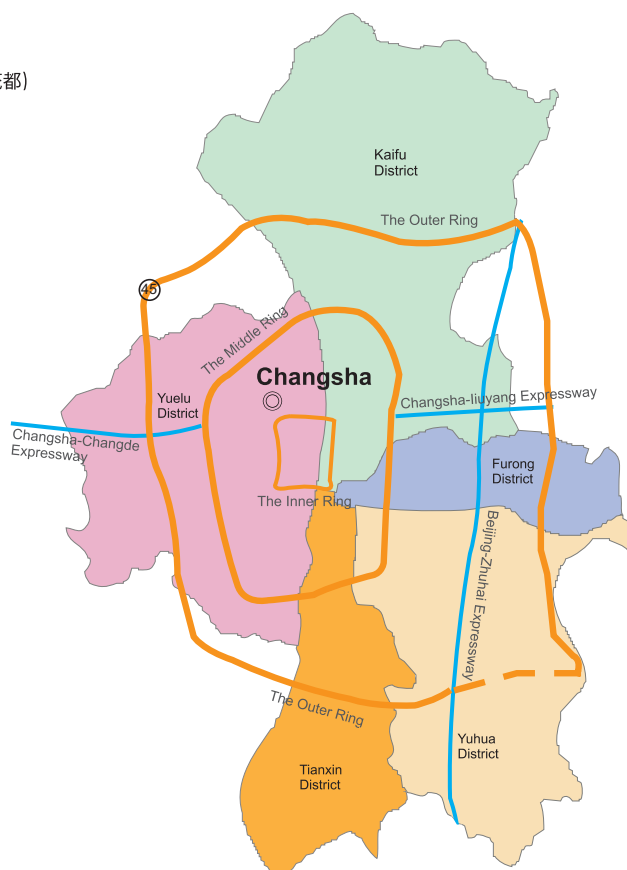
This project will be developed by Jintan Future Land. We entered into the relevant land grant contract in April 2011 and had paid the land premium of RMB15.3 million in full in accordance with the terms of the relevant land grant contract. Jintan Future Land had obtained all necessary land use rights certificates for Jintan Wanjiatang Project. Our PRC legal advisers confirmed that as of the Latest Practicable Date, there are no legal impediments to obtain the necessary licences,

permits, and certificates required for development of this project, provided that we take all necessary steps and submit the relevant applications in accordance with the requirements and time frame prescribed by the applicable PRC laws and regulations.

Our Property Development Project in Changsha (長沙)

Changsha (長沙)

④⑤ Future Land International Metropolis (新城國際花都)



(45) Future Land International Metropolis (新城國際花都)



Future Land International Metropolis is a mixed-use complex project in our “City Plaza” series. It is situated in Wangcheng District (望城區), along the east side of Leifeng Road (雷鋒大道東側) and the south side of Yinxing Road (銀星路南側). It borders Wangcheng Economic Development Zone (望城經濟開發區) to the north, Gushan Scenic Enclave (谷山風景區) to the south, and Hunan Baiguoyuan Village (湖南百果園) to the west. It is well-connected with transportation facilities, including the inter-city transportation hub of Changsha.

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential	Q3 2011 – Q2 2013	Under development
Phase 2	Residential and retail	Q3 2012 – Q4 2013	Under development
Phase 3	Residential, retail and serviced apartments	Q1 2013 – Q4 2014	Held for future development
Phase 4	Residential and retail	Q1 2014 – Q4 2015	Held for future development
Phase 5	Residential	Q1 2015 – Q4 2016	Held for future development

Development costs incurred..... RMB943.3 million
 Estimated future development RMB4,036.1 million

Future Land International Metropolis occupied a total site area of 338,840 sq.m. with a total GFA of 1,454,332 sq.m. Phases 1 and 2, which were under construction, were expected to have an aggregate GFA of 509,819 sq.m., comprising 401,473 sq.m. of residential space, 3,944 sq.m. of retail space and 2,533 parking spaces. Phases 1 and 2 were expected, upon completion, to have an aggregate saleable GFA of 405,417 sq.m. As of August 31, 2012, 263,225 sq.m. of residential space and 3,944 sq.m. of retail space remained unsold and all of the parking spaces in Phase 1 remained available for sale or for lease.

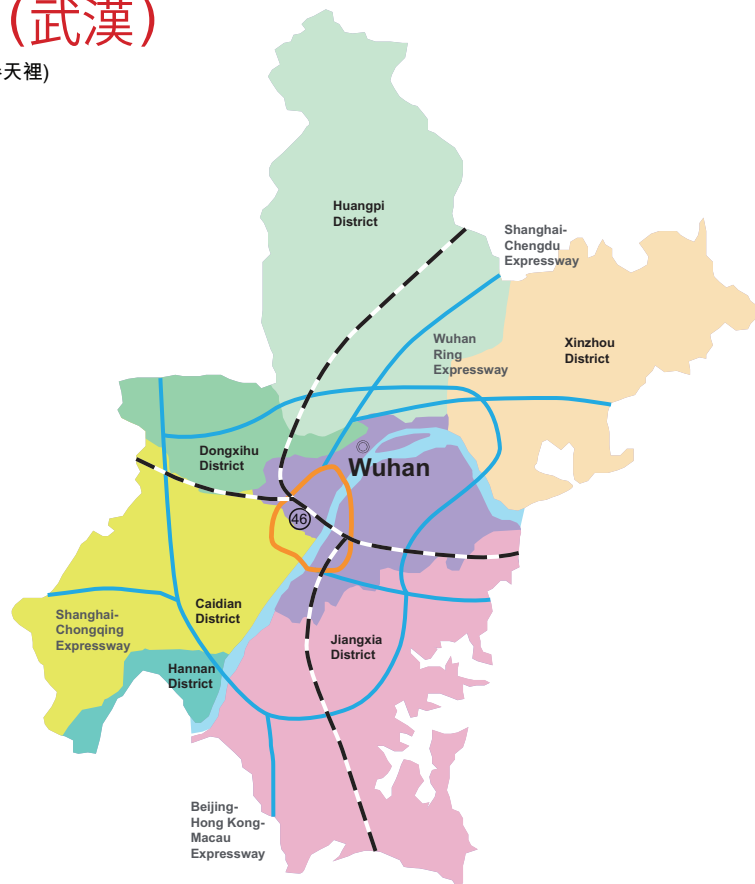
Phases 3 to 5 were held for future development and were expected, upon completion, to have an aggregate GFA of 944,513 sq.m., which included 673,675 sq.m. of residential space, 32,794 sq.m. of retail space, 65,240 sq.m. of serviced apartments and 4,409 parking spaces. Phases 3 to 5 were expected to have an aggregate saleable GFA of 771,709 sq.m. upon completion. As of August 31, 2012, we had not commenced the construction of Phases 3 to 5 of Future Land International Metropolis.

This project will be developed by Changsha Future Land Wanbo. We entered into the relevant land grant contract in April 2011 and have paid RMB448.0 million of the total land premium in accordance with the terms of the relevant land grant contract. As of August 31, 2012, RMB301.5 million of the land premium remained to be payable. Our PRC legal advisers confirmed we had obtained all licences, permits, and certificates required for development of Future Land International Metropolis as of the Latest Practicable Date.

Our Property Development Project in Wuhan (武漢)

Wuhan (武漢)

(46) In Spring Live (春天裡)



(46) In Spring Live (春天裡)

In Spring Live is a residential project in our “FirstHomes” series. It is situated in Wuhan Hanyang District, along the west side of Jiangdi Middle Road (武漢市漢陽區江堤中路), and the south side of Jiangxinyuan Road (江欣苑路). It is located near the Moshui Lake (墨水湖), and the Wuhan Zoo (武漢動物園). It is well connected with transportation facilities.

BUSINESS

Details of this project as of August 31, 2012 were as follows:

	Types of properties	Actual/planned construction period	Status
Phase 1	Residential	Q3 2012 – Q4 2013	Held for future development

Development costs incurred..... RMB381.2 million

Estimated future development costs RMB520.6 million

In Spring Live occupied a total site area of 61,689 sq.m. with a total GFA of 184,303 sq.m., comprising 148,057 sq.m. of residential space, 2,906 sq.m. of retail space and 534 parking spaces. This project was expected, upon completion, to have a saleable aggregate GFA of 150,963 sq.m. As of August 31, 2012, we had not commenced the construction of this project.

This project will be developed by Wuhan Future Land Hongsheng. We entered into a land grant contract with the relevant government authority in August 2012 and had paid RMB359 million in full in accordance with the terms of the relevant land grant contract. Our PRC Legal advisers confirmed that there are no legal impediments to obtaining the remaining licences, permits and certificates required for the development of the Project.

Cooperation Agreement in Relation to Certain Land Parcels in Zhenjiang (鎮江)

As of the Latest Practicable Date, we have entered into one cooperation agreement (the “**Zhenjiang Land Parcels Cooperation Agreement**”) with Zhenjiang Dantu District New Area Management Committee (the “**Zhenjiang Local Authority**”) with an intention to acquire the relevant land use rights in Zhenjiang, Jiangsu Province. The following paragraphs provide summary information relating to the land parcels (the “**Zhenjiang Land Parcels**”) subject to the Zhenjiang Land Parcels Cooperation Agreement.

Zhenjiang (鎮江)

Ⓐ The Zhenjiang Land Parcels (姚莊村地塊)



The Zhenjiang Land Parcels (姚莊村地塊)

We expect to develop the Zhenjiang Land Parcels as a mixed-use complex project in our “City Plaza” series. These land parcels are located in the central business district of Dantu District in Zhenjiang City. The Zhenjiang Land Parcels border two of the major roads in Zhenjiang City (鎮江市), Guyang Avenue (谷陽大道) and Huashan Road (華山路), and are in close proximity to the Dantu District’s government office. They are well connected to transportation facilities, including the Yang Li Highway (楊溧高速公路), and the Beijing-Shanghai High-Speed Rail Zhenjiang South Station (京滬高鐵鎮江南站).

Development costs incurred.....	RMB60.0 million
Estimated future development costs	RMB1,892.0 million

As of the Latest Practicable Date, the Zhenjiang Land Parcels occupy a total site area of 200,001 sq.m. and were expected to have a total GFA of 571,180 sq.m., which included 46,400 sq.m. of retail space, 381,752 sq.m. of residential space, 1,523 parking spaces and 53,644 sq.m. of office space, with an aggregate saleable GFA of approximately 481,796 sq.m. upon completion. We were required to go through the public tender, auction, or listing-for-sale processes under the PRC rules or obtain relevant government approvals before we can enter the land grant contracts with respect to the Zhenjiang Land Parcels. As of August 31, 2012, we had not entered into the relevant land grant contracts.

The Zhenjiang Land Parcels were expected to be developed by Future Land Wanbo. We entered into the Zhenjiang Land Parcels Cooperation Agreement in May 2011 and had paid a deposit of RMB60.0 million in accordance with the terms of the Zhenjiang Land Parcels Cooperation Agreement. The terms of the Zhenjiang Land Parcels Cooperation Agreement is subject to the outcome of the relevant public tender, auction, or listing-for-sale processes and the land grant contracts to be entered into between the competent governmental authorities and us. As of the Latest Practicable Date, the public tender, auction or listing-for-sale processes relating to the Zhenjiang Land Parcels had not commenced. As such, there is no assurance that the Zhenjiang Land Parcels Cooperation Agreement will lead to our acquisition of any land use rights. According to the Zhenjiang Land Parcels Cooperation Agreement, if there is no public tender, auction, or listing-for-sale processes administered in respect of the Zhenjiang Land Parcels or if we fail to win the bid for the relevant land use rights through the public tender auction or listing-for-sale processes, we will be entitled to a refund of the RMB60.0 million we paid with interest.

ALTERNATIVE FINANCING PROVIDED BY TRUST FINANCING COMPANIES

Overview of Trust Financing Arrangements

In addition to banking facilities, PRC companies, particularly property developers, may obtain alternative financing from trust financing arrangements. Trust financing arrangements are funding arrangements provided by trust funds, which are domestic funds set up and managed by registered trust financing companies with the CBRC that act as trustees of these funds. Only investors who satisfy certain criteria under the “Measures for the Administration of Trust Companies’ Trust Plans of Assembled Funds” (信託公司集合資金信託計劃管理辦法) promulgated and revised by the CBRC on February 4, 2009 may subscribe to become unit-holders of these trust funds.

Trust financing is an authorised form of financing transaction under PRC laws. Trust financing arrangements have become a common source of funds for property developers in the PRC. They are available to PRC property developers and other PRC companies in various forms, including equity transfers, capital injections, equity acquisitions, shareholder loans, or secured loans granted by trust financing companies acting as trustees of the respective trust funds. Trust financing companies may enter into secured loan arrangements with the borrowing company consisting of a combination of agreements involving equity pledges or security interest, guarantees, capital injections, equity transfers, repurchases and/or, loan assignments. As with many other property developers in the PRC, our Group enters into trust financing arrangements in the ordinary course of business to finance our property development, property management and other related operations.

Regulatory Overview

Principal regulator

The formation of PRC trust financing companies and their respective operations are regulated by the “Rules Governing Trust Financing Companies” (《信托公司管理办法》) promulgated by the CBRC, the principal regulator for the activities of the trust financing companies, which came into effect on March 1, 2007. Trust financing companies are financial institutions engaged in trust financing business. They are also permitted to conduct financial services such as fund management, fund investment and investment in real estate development properties.

Our Directors have confirmed that each of the trust financing companies with which we entered into trust financing arrangements has produced to us a financial business licence issued by the CBRC. The respective business scopes of these trust financing companies do not cover real estate development. Accordingly, we are advised by our PRC legal advisers that these trust financing companies are financial institutions engaged primarily in trust financing businesses, and are not considered as real estate development enterprises in accordance with relevant PRC laws and regulations.

Key regulations applicable to our trust financing arrangements

From time to time, the CBRC promulgates circulars and notices to regulate the activities of trust financing companies. Key restrictions on the provision of trust loans for property development projects include the following:

- Trust financing companies are restricted from providing trust loans to property projects that have not obtained the requisite land use rights certificates, construction land planning permits, construction works planning permits and construction work commencement permits;
- Trust financing companies may not provide trust loans to property developers that do not have a Class 2 qualification certificate issued by competent construction authorities;
- Trust financing companies may only provide trust loans to property projects of which no less than 30% of the total investment will be funded by the developer’s own capital (except for affordable housing and commodity apartments, of which 20% of the total investment shall be funded by the developer’s own capital); and
- Trust financing companies are prohibited from providing trust loans to property developers for payment of land premium or for working capital purposes.

Please refer to the sections headed “Industry Overview – Regulatory Milestones of the PRC Property Industry” and “Summary of Principal Legal and Regulatory Provisions – Trust Loans” in Appendix V to this prospectus for details.

During the Track Record Period, the trust loans under four of the trust financing arrangements that subsisted between us and the respective trust financing companies were obtained prior to receiving all of the aforesaid certificates and permits for the respective projects (the “**Early Funding Projects**”). We have been advised by our PRC legal advisers that because we obtained all requisite certificates and permits for each of the Early Funding Projects within six months after entering into the relevant trust financing arrangements, the fact that we obtained the trust loans prematurely does not affect the legality, validity and enforceability of the relevant trust financing agreements, and the risk of the CBRC, which is the principal regulator of financial institutions in the PRC, imposing any penalties or taking any administrative actions against us is remote.

In respect of the aforesaid Early Funding Projects, our PRC legal advisers advised us that the CBRC has the authority to direct the relevant trust financing companies to take remedial actions pursuant to the “PRC Banking Supervision Regulations” (中華人民共和國銀行業監督管理法) and other applicable PRC laws and regulations. In the case where the CBRC directs any trust financing companies to take remedial actions, which may include the suspension of the relevant trust financing companies’ operations to provide trust financing to property developers, or other actions deemed appropriate by the CBRC on a case-by-case basis, in respect of any of our outstanding trust financing arrangements for the Early Funding Projects, we may, depending on the circumstances, need to collaborate with such trust financing companies acting as trustees of the respective trust funds to renegotiate certain terms of the relevant trust financing arrangements. In the worst case scenario, we may need to agree to repay some or all of the amounts outstanding thereunder. As of the Latest Practicable Date, the trust financing arrangements of all Early Funding Projects had been repaid and discharged.

Our Directors have confirmed that except for the four Early Funding Projects, we had obtained all requisite certificates and permits prior to obtaining trust loans for our trust financing arrangements during the Track Record Period and up to the Latest Practicable Date. Both our PRC legal advisers and our Directors have confirmed that except as aforementioned, all of our trust financing arrangements that subsisted during the Track Record Period were compliant with all applicable rules and regulations in the PRC. Our Directors further confirmed that we intend to use our best endeavours to ensure any trust financing arrangement we may enter into in the future shall be compliant with all the applicable rules and regulations. In particular, we have established internal control procedures pursuant to which all trust financing arrangements must be reviewed by our finance department, legal and compliance department and our Chairman to ensure all necessary permits and certificates have been obtained and all relevant legal and operational risks have been assessed before any proposal for trust financing arrangements shall be considered. Each new trust financing arrangement must be approved by our Chairman before the relevant project company may proceed to execute the relevant agreements with any trust financing company. To the best of our Directors’ knowledge, none of the trust financing companies with which we entered into trust financing arrangements had been investigated or requested by the CBRC to take any remedial actions in respect of the trust loans provided to our property projects (including the Early Funding Projects) as of the Latest Practicable Date.

Our PRC legal advisers have advised us that (i) all terms of the transactions contemplated under our trust financing agreements are valid, binding and enforceable under the PRC laws and regulations; and (ii) since January 2012, the relevant regulatory authorities have not promulgated any policies or notices to change the regulations relating to trust financing companies lending to property developers in the PRC in a manner which would have an adverse effect on our business.

Types of Trust Financing Arrangements

Trust financing arrangements are available in the PRC in various forms. We broadly categorise the arrangements that we have entered into as two types:

Type (i) arrangements: trust loans in which the equity interests in, or the land use rights held by, the borrowing company are pledged to the trust financing company (as trustee of the respective trust fund) as security for loans.

Type (ii) arrangements: trust loans in which equity interests in the borrowing company are acquired by the trust financing company (as trustee of the respective trust fund) through capital injection and/or equity transfer, with an option given to the relevant property developer, or an undertaking given by the relevant property developer, to repurchase the respective equity interests at the expiry of the term of the funding arrangement.

Trust Financing Arrangements Entered into by Our Group

Twenty-two trust financing arrangements subsisted between us and the respective trust financing companies during the Track Record Period, of which 11 were type (i) arrangements and 11 were type (ii) arrangements. We discharged five type (i) arrangements and seven type (ii) arrangements during the Track Record Period, and one type (ii) arrangement between July 1, 2012 and September 30, 2012. As of September 30, 2012, we have nine outstanding trust financing arrangements.

In each of our subsisting type (ii) arrangements, the terms thereof require us to either transfer part of the equity interests held by us in the relevant project companies to the trust financing companies (as trustees of the respective trust funds) or to allow the trust financing companies to subscribe for equity interests in the relevant project companies through capital injection. The amount of equity interests to be transferred to, or to be subscribed by, the trust financing companies is determined by the amount of trust loan required by the relevant project companies. The consideration of the transfer or subscription is typically determined based on the nominal value of the registered capital of the relevant project company. Independent valuation of the relevant project company is not required for determining the consideration.

Our PRC legal advisers have advised us that all of our trust financing agreements as detailed in this prospectus, regardless of the terms and types, are secured borrowing transactions in nature for the following reasons:

- Under each of our type (i) and type (ii) trust financing arrangements, the equity interests pledged or transferred to the trust financing companies are effectively held as collateral to secure our repayment obligations; and
- Under each of our type (ii) arrangements, the trust financing companies (as trustees of the respective trust funds) are obliged to transfer back to us such equity interests as soon as we repay the agreed amounts (comprising the principal and the fixed income return).

Our Directors have confirmed that all of the trust financing companies with whom our Group had entered into trust financing arrangements during the Track Record Period and/or as of the Latest Practicable Date are independent third parties.

As of the Latest Practicable Date, to the best of our Directors' knowledge, none of the trust financing companies had breached any of the terms of any of these trust financing arrangements, including their obligations to transfer back to us the equity interests they held in our project companies under type (ii) arrangements, upon our full repayment. Furthermore, our PRC legal advisers have advised that pursuant to the "Measures for the Administration of Trust Companies' Trust Plans of Assembled Funds" (《信託公司集合資金信託計劃管理辦法》), the equity interests transferred to, or acquired by, the trust financing companies (as trustees of the respective trust funds), under the type (ii) arrangements are held by them under a trust account segregated from their own assets and properties. Accordingly, if any of the trust financing companies commenced liquidation or dissolution proceedings, such project companies' equity interests held by them would be ring-fenced and excluded from the assets and properties that are subject to disposal and distribution by their receivers or liquidators. Our PRC legal advisers have advised us that in the event of liquidation or dissolution, the trustee, receiver or liquidator (as applicable) of such trust financing companies remain obligated under the relevant PRC laws to transfer back to us the aforesaid ring-fenced equity interests they held in our project companies upon our repayment of the agreed amounts.

Repayment under the Trust Financing Arrangements

The terms of our trust financing arrangements range from 12 months to 30 months. We have normally discharged our repayment obligations under our trust financing arrangements using proceeds from sales and pre-sales of our properties. As of September 30, 2012, we had six type (i) arrangements and three type (ii) arrangements subsisting with an aggregate outstanding principal of approximately RMB2,132.1 million and RMB730.0 million, respectively. Our Directors expect that we will continue to satisfy our repayment obligations under our trust financing arrangements through utilising our proceeds from sales and pre-sales after Listing. During the Track Record Period and up to the Latest Practicable Date, we had not defaulted on our repayments or any other obligations in any material respect under the trust financing arrangements. In the event that we fail to satisfy our repayment obligations, we may lose ownership of the relevant project companies. Please refer to the section headed "Risk Factors – Risks Relating to Our Business – We may be adversely impacted if we fail to repay or repurchase the equity interests in any of our project companies we have pledged or transferred to trust financing companies to finance our property development projects" in this prospectus for further details.

Key Terms of Our Type (ii) Agreements

The key features of our type (ii) arrangements are highlighted below:

Right and obligation to repurchase

As advised by our PRC legal advisers, we have the right and obligation to repurchase from or procure the withdrawal of capital injected by each of the trust financing companies, and each of the trust financing companies has the obligation to transfer back to us, the equity interests it acquired or to withdraw the capital it injected into our project companies as trustee upon our repayment of the agreed amounts under each of the respective type (ii) arrangements. The repurchase price of the equity interests, as prescribed in the respective type (ii) arrangements, reflects the fixed income return that the trust financing companies (as trustees of the respective trust funds) are entitled to and is not linked to the operational performance and financial results of the relevant project companies.

Management of the project companies

During the term of the type (ii) arrangements, we retain the rights in respect of the day-to-day operation and management of our project companies and their businesses. During the Track Record Period, none of the trust financing companies actively participated or intervened in the day-to-day operations and management of any of our project companies.

Fixed income return

Our PRC legal advisers have advised us that under the terms of the type (ii) agreements we have entered into, the trust financing companies (as trustees of the respective trust funds) do not in any circumstances enjoy any investment return other than that of the pre-determined fixed income return. We remain fully accountable for the profits and losses of our project companies. Neither the trust funds nor the trust financing companies (as trustees of the respective trust funds) would assume any risks or enjoy any benefits other than the fixed income return that was pre-determined through arm's length negotiation. Our Directors have confirmed that the rates of fixed income return provided to the trust financing companies under our type (ii) arrangements are within the range of market rates.

Control over underlying properties

During the term of the type (ii) arrangements, we retain our rights to manage and operate the property projects undertaken by our project companies, and are entitled to market, sell or pre-sell the properties free from any encumbrances. No consent from the trust financing companies (as trustees of the respective trust funds) is required to carry out such daily operational activities in the ordinary courses of businesses of our project companies.

Board representation

Through equity participation in the project companies, the trust financing companies (as trustees of the respective trust funds) are entitled to appoint a certain number of directors to the boards of our project companies. Typically, a two-thirds (2/3) board majority is required for certain important matters such as material disposal of assets, external borrowings exceeding a specific threshold, key construction planning changes and budgeting. Out of the three subsisting type (ii) arrangements, we retain a majority of the board seats in all of the relevant project companies. To date, we have not experienced any disagreement with the trust financing companies and there has been no dissenting vote cast by any of the board representatives appointed by the trust financing companies. As confirmed by the trust financing companies, their board representatives are appointed to safeguard the trust financing companies' interests as creditors, without getting involved in the management or operation of our project companies.

Veto right and unilateral revocation right

Under the terms of three of our existing type (ii) arrangements, the trust financing companies are given veto rights relating to matters that may materially affect the relevant trust funds' interests to recoup their fixed income return under the respective type (ii) arrangements. Such rights are consistent with customary protection given to the creditors under secured borrowing transactions. In one of these three trust financing arrangements, the trust financing company also has the right to unilaterally revoke certain actions undertaken by our project company if such actions may materially affect the relevant trust fund's interests in its fixed income return under that particular type (ii) arrangement. During the Track Record Period and up to the Latest Practicable Date, none of the board representatives of the relevant trust financing companies has exercised its veto rights or the unilateral revocation rights.

Guarantee

As security for the performance of our project companies under our trust financing arrangements, our controlling shareholder, Chairman Wang provided personal guarantees to some trust financing companies. As of the Latest Practicable Date, all of the personal guarantees had been released and discharged.

According to the terms of our type (ii) arrangements, once we have fully repaid the agreed amounts, including the principal amount and the fixed income return agreed under the relevant trust financing arrangements, the relevant parties thereunder are obligated to take all necessary steps to (i) effect our repurchase of all the equity interests held by the relevant trust financing company (as trustee of the respective trust fund) in the relevant project company, or procure the trust financing company to withdraw the capital contribution it had injected into such project company pursuant to the respective type (ii) arrangement; (ii) cause our Directors nominated or designated by the relevant trust financing company to such project company to resign; and (iii) complete the registration of the above changes with the relevant government authorities. Upon completion of these steps, all of the aforesaid rights of the respective trust financing company, including, but not limited to, nomination of directors, board representation, veto rights and unilateral revocation rights, would be terminated. Any guarantee granted to the trust financing company pursuant to such arrangement would also be discharged automatically. In respect of the risks associated with the trust financing arrangements, please refer to the section headed “Risk Factors – Risks Relating to Our Business – We may be adversely impacted if we fail to repay or repurchase the equity interests in any of our project companies we have pledged or transferred to trust financing companies to finance our property development projects” in this prospectus.

Type (ii) Trust Financing Arrangements as Secured Borrowing Transactions

Based on the reasons set out below, our Directors are of the view that whilst the equity interests in our project companies have been acquired by or transferred to the trust financing companies under our type (ii) arrangements, we have retained ownership and control of the relevant project companies and rights incidental thereto. More specifically:

- (i) Provided that we repay the agreed amounts without any defaults on our part, the trust financing companies must transfer the equity interests they (as trustees of the respective trust funds) acquired in the project companies to us upon termination or expiry of the trust financing arrangements.
- (ii) We effectively retain operational and financial control over the project companies, including the right to manage the development, construction and sales activities of the property projects undertaken by the relevant project companies.
- (iii) The trust funds or the trust financing companies (as trustees of the respective trust funds) do not in any circumstances enjoy any economic rights or dividends other than the repayment of the principal and payment of the fixed income return that were provided for under the respective type (ii) arrangements, and do not assume any risks that are associated with the relevant project companies’ operations.
- (iv) We assume the operational and financial risks of all of our property projects, and we benefit from any gains or profits that these projects may generate.

Accordingly, both our PRC legal advisers and our Directors are of the view that our trust financing arrangements, as detailed in this prospectus, are secured borrowing transactions in substance, given that the ownership of the project companies shall be returned to us upon our repayment of the agreed amounts. As such, none of our project companies has been permanently transferred to the trust financing companies. In accordance with generally accepted accounting principles under HKFRSs, the proceeds from the trust financing arrangements were recorded as borrowings in our financial statements. Please refer to the “Accountant’s Report” set out in Appendix I to this prospectus and the paragraph headed “Alternative Financing Provided by Trust Financing Companies – Project companies subject to type (ii) arrangements accounted for as our subsidiaries” in this section for further details regarding our control over the project companies subject to type (ii) arrangements.

Project Companies Subject to Type (ii) Arrangements Accounted for as Our Subsidiaries

Although we do not hold the majority equity interest in most of the project companies that are subject to type (ii) arrangements, we retain control over all such project companies and they have been accounted for as our subsidiaries throughout the Track Record Period in accordance with generally accepted accounting principles under HKFRSs, which defines “control” as the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

Power

PRC property developers routinely establish individual project companies to undertake the development and sale of each of such developer’s specific property project(s). As a prerequisite to obtaining any permits and approvals for the construction of a property project, a project company must obtain approval from the relevant authorities with respect to its scope of operations, the purpose of each property project as well as the project’s design specifications. The project company may not deviate from its approved purpose and design in any material respect.

Before entering into any type (ii) arrangement, each of the relevant project companies had prepared and adopted financial and operating policies including detailed development plans, property development specifications, budgets and cash flow forecasts, and submitted the same to the relevant governmental authorities for approval. In addition, according to the terms of the type (ii) arrangements, we retain the right to determine the selling price of the properties to be pre-sold by, and the distribution and reinvestment policy of, each of the relevant project companies. As such, we had determined all material financial and operating policies of the project companies before any type (ii) arrangements were entered into. After the type (ii) arrangements were effected and until completion of development, our management team and the management team of the relevant project company retain the power to operate and manage the respective project companies and to make all material decisions therefor without the need for any further approval from directors or shareholders of the respective project company, provided that such decisions are consistent with the aforesaid pre-determined policies and budgets. During the Track Record Period and up to the Latest Practicable Date, all decisions relating to the ordinary course of business and day-to-day management of our project companies were made and dealt with by the management team of the project companies headed by the respective general managers, each of whom was nominated by us pursuant to the relevant trust financing agreements.

Our PRC legal advisers have advised us that according to applicable PRC laws and regulations, our project companies are only required to convene shareholders’ meetings in accordance with their respective articles of association, and there are no mandatory requirements to convene board meetings on a regular basis. In addition, the articles of association of each of our project companies also do not require the respective project companies to convene board or

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shareholder meetings on a regular basis. Decisions or resolutions by the board and/or shareholders are not required for the relevant project companies to implement their pre-determined policies and budgets in their day-to-day operations. Decisions and/or resolutions of the board of directors and/or shareholders are only required if any of these project companies operates in any way that materially deviates from its pre-determined policies and budgets.

As such, meetings of shareholders or boards of directors of the project companies subject to type (ii) arrangements, as a result, have a minimal effect on the operation of these project companies.

Benefit

Pursuant to our type (ii) arrangements, we have the obligation to repurchase the equity interests from the trust financing company for a fixed amount upon termination or expiry of the relevant type (ii) arrangements. In light of such repurchase obligation, the relevant instruments constituting the trust financing arrangements are required to be classified as debt in our financial statements in accordance with generally accepted accounting principles.

The trust funds and trust financing companies (as trustees of the respective trust funds) are entitled to a fixed return during the term of the type (ii) arrangements, but do not enjoy any dividends from, or other residual interests in, the project companies, and do not assume any risks that are associated with the project companies' operations. We, on the other hand, are entitled to the residual interests of the project companies that are subject to type (ii) arrangements and are exposed to downside risks related to the operations of such project companies.

Control

Based on the above, our Directors are of the view that we retained power to govern the financial and operating policies of project companies that are subject to type (ii) arrangements so as to obtain benefits from their activities. The trust funds and trust financing companies (as trustees of the respective trust funds) on the other hand, do not have power and do not obtain any benefit other than the pre-determined fixed income return from the relevant project companies. Albeit some of the trust financing companies hold veto/unilateral revocation rights in our project companies, such veto/unilateral revocation rights were merely protective rights designed and effected to provide enhanced security to the trust financing companies in respect of our negative covenants given under the type (ii) arrangements pursuant to which we may not operate our business in such a way that deviates materially from the pre-determined financial and operating policies. By obtaining veto/unilateral revocation rights relating to the board decision-making process, the trust financing companies are well-positioned to monitor and prevent the respective project companies from adopting any material change to any pre-determined financial and operating policies without their consent. Our Directors have confirmed that such covenants we gave under the trust financing arrangements are consistent in all material respects with, and are not materially more favourable than those we customarily gave to banks or other lenders for the purpose of property development in the PRC.

For the reasons set forth above, we treated the project companies subject to type (ii) arrangements as our subsidiaries during the relevant accounting periods during the Track Record Period.

Details of Type (i) Arrangements

The following table sets out details of our 11 type (i) arrangements subsisted into between January 1, 2009 and September 30, 2012:

Entity obtaining trust financing	Trust financing company	Effective date and term of financing	Principal amount of trust loans	Cost of financing/ return to the trust financing company	Equity interests or land use rights (as applicable) pledged as collateral at initial drawdown	Total outstanding trust loans as of September 30, 2012
			(RMB million)	(% of principal amount of trust financing) ⁽²⁾		(RMB million)
Changzhou Dongsheng ⁽¹⁾	Jiangsu International Trust	Dec 14, 10 – Dec 13, 12 ⁽¹⁾	225.0	13.0%	None	219.9
Future Land Holdings	Chongqing International Trust	Jan 17, 11 – Jan 16, 13	410.0	13.0%	349.5 million legal person shares in Jiangsu Future Land held by Future Land Holdings, equivalent to 21.9% of the issued capital of Jiangsu Future Land	410.0
Jiangsu Future Land*	Zhongtai Trust	Apr 2, 11 – Apr 1, 13	500.0	14.5%	70% of the equity interests in Changzhou Future Land*	250.7
Jiangsu Future Land*	Zhongtai Trust	Apr 26, 11 – Apr 25, 13	401.5	14.7%	100% of the equity interests and the related rights in Shanghai Dongjun*	401.5
Changzhou Future Land Wanbo	Northern International Trust	May 30, 11 – May 30, 13	700.0	15.0%	525.0 million legal person shares in Jiangsu Future Land held by Future Land Holdings, equivalent to 33.0% of the issued capital of Jiangsu Future Land	700.0
Wuxi Future Land Chuangzhi*	China Overseas Trade and Finance Trust	Sep 7, 11 – Jun 7, 13	220.0	14.0%	None	150.0
Changzhou Wealth Zone	Shanghai Aijian Trust	Sep 9, 08 – Sep 9, 09	149.2	11.0%	142.4 million legal person shares held by Future Land Holdings in Jiangsu Future Land, equivalent to 13.4% of the issued capital of Jiangsu Future Land	Repaid and discharged
Future Land Holdings	Guolian Trust	Dec 25, 09 – Jun 2, 11	550.0	15.2%	350.0 million B-shares held by Future Land Holdings in Jiangsu Future Land, equivalent to 33.0% of the issued capital of Jiangsu Future Land	Repaid and discharged

Entity obtaining trust financing	Trust financing company	Effective date and term of financing	Principal amount of trust loans	Cost of financing/ return to the trust financing company	Equity interests or land use rights (as applicable) pledged as collateral at initial drawdown	Total outstanding trust loans as of September 30, 2012
			(RMB million)	(% of principal amount of trust financing) ⁽²⁾		(RMB million)
Changzhou Future Land*	Zhongcheng Trust	Mar 2, 10 – Mar 1, 11	408.0	10.0%	100% of the equity interests and the related rights in Shanghai Dongjun*	Repaid and discharged
Changzhou Dongsheng*	Anhui Guoyuan Trust	Apr 22, 10 – Apr 21, 11	250.0	9.0% ⁽³⁾	Land use rights in certain land parcels of GFA of 36,670 sq.m. held by Shanghai Future Land Chuangjia*	Repaid and discharged
Wuxi Future Land Wanjia*	Anhui Guoyuan Trust	Apr 23, 10 – Apr 22, 11	350.0	9.5%	Land use rights in certain land parcels of GFA of 45,628 sq.m. held by Shanghai Future Land Chuangjia and GFA of 66,706 sq.m. held by Wuxi Future Land Wanjia*	Repaid and discharged

Notes

* Denotes a subsidiary of Jiangsu Future Land.

(1) The type (i) arrangement entered into between Changzhou Dongsheng and Jiangsu International Trust was originally entered into between Changzhou Xinlong and Jiangsu International for a term of 15 months between December 14, 2010 and March 14, 2012. On March 14, 2012, Changzhou Xinlong, Changzhou Dongsheng and Jiangsu International Trust agreed that the term of the type (i) arrangement be extended to December 13, 2012 and all rights and obligations of Changzhou Xinlong be assigned to Changzhou Dongsheng, with effect on March 14, 2012.

(2) The cost of financing set out in the table above includes the interest costs and administrative fees such as arrangement or consultancy fees, trustee fees and account(s) management payable under the relevant type (i) arrangements.

(3) The cost of financing was 10% pursuant to the terms of the relevant trust financing documents. 1% was waived by Anhui Guoyuan Trust during the term of the arrangement, which reduces the total cost of financing to 9% for this particular type (i) arrangement.

Details of Type (ii) Arrangements

The following table sets out details of our 11 type (ii) arrangements subsisted between January 1, 2009 and September 30, 2012:

Relevant project company ⁽¹⁾	Trust financing company	Effective date and term of financing	Registered capital of project company as of June 30, 2012	Principal amount of trust loans	Equity interests transferred as collateral	Cost of financing/return to the trust financing company ⁽²⁾	Board composition, veto rights and unilateral revocation rights (if any)	Restrictions to use of proceeds and other key terms and covenants	Actual/expected repayment and repurchase time	Total outstanding trust loans as of September 30, 2012
			(RMB million)	(RMB million)	(% of Principal Amount of Financing Obtained)					(RMB million)
Changzhou Future Land Wanjia*	Zhongtai Trust	Oct 26, 10 – Oct 25, 12	700	250.0	62.9%	13.0%	Group: 3 Trust Financing 2 (with veto rights) Co.:	See Note (9)	First 40%: Oct 11 Remaining 60%: Oct 12	150.0 See Note (9)
Nanjing Future Land Wanjia*	Jiangsu International Trust	Dec 17, 10 – Nov 30, 12	310	150.0	48.4% ⁽³⁾	13.8%	Group: 3 Trust Financing 2 (with veto and unilateral revocation) Co.:	See Note (10)	Nov 12	150.0
Changzhou Future Land Chuangjia*	Shanxi Trust	Oct 24, 11 – Oct 23, 12	520	430.0	82.7%	14.0%	Group: 2 Trust Financing 1 Co.:	See note (11)	Oct 12	430.0 See Note (11)
Nanjing Future Land Chuangzhi*	Jiangsu International Trust	Feb 10, 07 – Feb 10, 09	N/A ^{(1)(c)}	200.0	62.5% ⁽⁴⁾	10.6%	Group: 4 Trust Financing 2 Co.:	See Note (12)	Feb 09	Repaid and discharged
Future Land Wanbo	Jiaoyin International Trust	Jul 26, 08 – Jul 26, 09	N/A ^{(1)(d)}	120.0	54.6%	12.7%	Group: 2 Trust Financing 1 (with veto rights) Co.:	See Note (13)	Jul 09	Repaid and discharged
Suzhou Future Land Chuangjia*	Jiangsu International Trust	Sep 16, 08 – Mar 13, 11	N/A ^{(1)(e)}	300.0	99.0%	15.0%	Group: 4 ⁽⁷⁾ Trust Financing 2 (with veto rights) Co.:	See Note (14)	Mar 11	Repaid and discharged
Shanghai Future Land Chuangjia *	Shanghai Aijian Trust	Mar 25, 10 – Sep 24, 11	N/A ^{(1)(f)}	200.0	56.3% ⁽⁵⁾	12.5%	Group: 2 ⁽⁷⁾ Trust Financing 1 Co.:	See Note (15)	Sep 11	Repaid and discharged

Relevant project company ⁽¹⁾	Trust financing company	Effective date and term of financing	Registered capital of project company as of June 30, 2012	Principal amount of trust loans	Equity interests transferred as collateral	Cost of financing/ return to the trust financing company ⁽²⁾	Board composition, veto rights and unilateral revocation rights (if any)	Restrictions to use of proceeds and other key terms and covenants	Actual expected repayment and repurchase time	Total outstanding trust loans as of September 30, 2012
			(RMB million)	(RMB million)	(% of Principal Amount of Financing Obtained)					(RMB million)
Changzhou Future Land Wanbo	Zhongcheng Trust	Nov 16, 09 – Nov 15, 11	N/A ^{(1)(g)}	350.0	59.4%	12.0%	Group: 1 Trust Financing 2 ⁽⁶⁾ Co.:	See Note (16)	Nov 11	Repaid and discharged
Shanghai Future Land Chuanghong*	Zhongcheng Trust	Jun 12, 10 – Mar 16, 12	N/A ^{(1)(h)}	350.0	94.6%	12.7%	Group: 1 Trust Financing 2 ⁽⁶⁾ Co.:	See Note (17)	Mar 12	Repaid and discharged
Shanghai Future Land Jinjun*	Zhongcheng Trust	Dec 27, 10 – Mar 27, 12	N/A ⁽¹⁾⁽ⁱ⁾	453.0	95.8% ⁽⁶⁾	13.0%	Group: 2 ⁽⁷⁾ Trust Financing 1 Co.:	See Note (18)	Mar 12	Repaid and discharged
Changzhou Future Land Hongye	Zhongrong International Trust	Jul 27, 10 – Jul 26, 12	800	400.0	98.8%	13.0%	Group: 3 Trust Financing 2 (with veto rights) Co.:	See Note (19)	Jul 12	Repaid and discharged

Notes:

* Denotes a subsidiary of Jiangsu Future Land.

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- (1) The revenue contributed by the above project companies to our Group over the Track Record Period is summarised as follows:

Project company subject to type (ii) arrangements	Revenue for the year ended December 31,			Revenue for the six months ended June 30, 2012	Aggregate revenue during the Track Record Period
	2009	2010	2011		
	(RMB million)				
Changzhou Future Land Hongye	N/A ^(a)	—	810.4	64.5	874.9
Changzhou Future Land Wanjia	N/A ^(a)	—	366.2	343.7	709.9
Nanjing Future Land Wanjia	N/A ^(a)	—	—	—	—
Changzhou Future Land Chuangjia	N/A ^(b)	N/A ^(b)	—	—	—
Nanjing Future Land Chuangzhi	313.5	N/A ^(c)	N/A ^(c)	N/A ^(c)	313.5
Future Land Wanbo	—	N/A ^(d)	N/A ^(d)	N/A ^(d)	N/A
Suzhou Future Land Chuangjia	—	919.5	280.8 ^(e)	N/A ^(e)	1,200.3
Shanghai Future Land Chuangjia	N/A ^(a)	464.1	1,085.2 ^(f)	N/A ^(f)	1,549.3
Changzhou Future Land Wanbo	—	—	1.0 ^(g)	N/A ^(g)	1.0
Shanghai Future Land Chuanghong	N/A ^(a)	—	— ^(h)	N/A ^(h)	—
Shanghai Future Land Jinjun	N/A ^(a)	—	— ⁽ⁱ⁾	N/A ⁽ⁱ⁾	—
Total Revenue Contribution of Project Companies Subject to Type (ii) Arrangements	313.5	1,383.6	2,543.6	408.2	4,648.9
Our Consolidated Revenue	5,803.3	7,621.4	10,767.2	3,747.1	27,939.0
Percentage of Revenue Contribution of Project Companies Subject to Type (ii) Arrangements to Our Consolidated Revenue	5.4%	18.2%	23.6%	10.9%	16.6%

- (a) The project company entered into the relevant type (ii) arrangement after the periods indicated and did not generate any revenue during those periods.
- (b) The project company entered into the relevant type (ii) arrangement after the periods indicated and did not generate any revenue during those periods.
- (c) The type (ii) arrangement for Nanjing Future Land Chuangzhi was repaid and discharged prior to January 1, 2010. Its revenue was RMB32.0 million for the year ended December 31, 2010, and RMB7.1 million for the year ended December 31, 2011. Nanjing Future Land Chuangzhi did not generate any revenue for the six months ended June 30, 2012. Its registered capital as of June 30, 2012 was RMB120.0 million.
- (d) The type (ii) arrangement for Future Land Wanbo was repaid and discharged prior to January 1, 2010. Future Land Wanbo did not generate any revenue for the years ended December 31, 2010 and 2011 or the six months ended June 30, 2012. Its registered capital as of June 30, 2012 was RMB220.0 million.
- (e) The type (ii) arrangement for Suzhou Future Land Chuangjia was repaid and discharged on March 13, 2011. Its revenue was RMB455.6 million for the six months ended June 30, 2012. Its registered capital as of June 30, 2012 was RMB400.0 million.
- (f) The type (ii) arrangement for Shanghai Future Land Chuangjia was repaid and discharged on September 24, 2011. Its revenue was RMB377.6 million for the six months ended June 30, 2012. Its registered capital as of June 30, 2012 was RMB210.0 million.
- (g) The type (ii) arrangement for Changzhou Future Land Wanbo was repaid and discharged on November 16, 2011. Changzhou Future Land Wanbo did not generate any revenue for the six months ended June 30, 2012. Its registered capital as of June 30, 2012 was RMB615.0 million.

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- (h) The type (ii) arrangement for Shanghai Future Land Chuanghong was repaid and discharged on March 16, 2012. Shanghai Future Land Chuanghong did not generate any revenue for the six months ended June 30, 2012. Its registered capital as of June 30, 2012 was RMB420.0 million.
- (i) The type (ii) arrangement for Shanghai Future Land Jinjun was repaid and discharged on March 27, 2012. Shanghai Future Land Jinjun did not generate any revenue for the six months ended June 30, 2012. Its registered capital as of June 30, 2012 was RMB820.0 million.
- (2) The cost of financing set out in the table above includes the fixed rate of return and administrative fees such as arrangement or consultancy fees, trustee fees, trust management fees and account(s) management fees payable under the relevant type (ii) arrangements.
- (3) In addition, approximately 51.6% of the equity interests in Nanjing Future Land Wanjia were pledged to Jiangsu International Trust financing company.
- (4) Pursuant to the terms of the relevant type (ii) arrangement, the equity interests in Nanjing Future Land Chuangzhi to be acquired by Jiangsu International Trust as collateral was 67.0%. Jiangsu International Trust subscribed for 62.5% of the equity interests in Nanjing Future Land Chuangzhi during term of the type (ii) arrangement pursuant to subsequent agreement with us.
- (5) In addition, RMB100 million of the registered capital (equivalent to approximately 43.8% of the equity interests) of Shanghai Future Land Chuangjia was pledged to Shanghai Aijian Trust.
- (6) In addition, approximately 4.2% of the equity interests in Shanghai Future Land Jinjun were pledged to Zhongcheng Trust.
- (7) One of the two directors appointed by our Group in each of Shanghai Future Land Chuangjia and Shanghai Future Land Jinjun was, and two of the four directors appointed by our Group in Nanjing Future Land Chuangzhi and Suzhou Future Land Chuangjia were nominated by the relevant trust financing companies but the individual directors have entered into separate employment contracts with us with the consent of the relevant trust financing company to act on our behalf. These directors have confirmed that they do not represent the relevant trust financing companies when acting as a director of the relevant project companies and shall act according to our instructions unless such instructions deviates materially from the relevant project companies' pre-determined operational and financial policies. Such composition of the board had provided the relevant trust financing companies additional protection without having to obtain majority board seats in the relevant project companies or being seen as actively managing real estate development businesses which are not covered by the scope of their business. As a result, we still maintain the majority of the board seats in these four companies despite the relevant director(s) were nominated by the respective trust financing companies.
- (8) During the term of the respective type (ii) arrangements of Shanghai Future Land Chuanghong and Changzhou Future Land Wanbo, we did not hold the majority of the board seats of Shanghai Future Land Chuanghong and Changzhou Future Land Wanbo but retained the rights in terms of day-to-day operations and management of these two project companies during the Track Record Period. According to the terms of the relevant type (ii) arrangements we entered into with Zhongcheng Trust (as trustee), the day-to-day operations of each of Shanghai Future Land Chuanghong and Changzhou Future Land Wanbo were to be managed by the respective project company and its general manager, who was nominated by us, during the term of the respective type (ii) arrangements. Our Directors have confirmed that despite holding only a minority of the board seats in Shanghai Future Land Chuanghong and Changzhou Future Land Wanbo during the term of the respective type (ii) arrangements, the day-to-day operations of these project companies were managed and executed by our management team in accordance with the financial and operation policies and budgets agreed by the respective board of directors of the project companies on the one hand, and the trust financing companies, on the other hand, prior to entering into the relevant type (ii) arrangements. For further details relating to our control and power over the financial and operation policies, and the day-to-day management, of our project companies subject to type (ii) arrangements, please refer to the paragraph headed "Alternative Financing Provided By Trust Financing Companies – Project Companies Subject to Type (ii) Arrangements Accounted for as Our Subsidiaries" in this section.
- (9) No material restrictions. This type (ii) arrangement was repaid and discharged in October 2012.
- (10) The use of the trust loan proceeds is limited to (i) payment of development costs of property projects which are approved by the investment committee (which comprised representatives from Jiangsu International Trust) and the land use rights of which are held by Jiangsu Future Land and/or its related parties or (ii) repayment of loans extended by banks and business partners, excluding the repayment of shareholder loan or related party loans.

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- (11) The use of the trust loan proceeds is limited to payment of development costs of Future Land Consequence. Changzhou Future Land Chuangjia also covenanted to (i) deposit all proceeds from pre-sale of properties in Future Land Consequence in a designated bank account; and (ii) deposit at least RMB144 million of trust financing proceeds in the designated bank account on the first business day of every calendar month to ensure the trust financing company will be able to recoup the principal amount of the trust financing arrangements and the agreed fixed income return at the expiry of this type (ii) arrangement. This type (ii) arrangement was repaid and discharged in October 2012.
- (12) The use of the trust loan proceeds is limited to payment of development costs of Nanjing Upper East or acquisition of land or projects in Nanjing for residential property development, as approved by the board of directors of Nanjing Future Land Chuangzhi. Nanjing Future Land Chuangzhi also covenanted (i) to adhere to agreed schedule and budget for development and pre-sale of the project; and (ii) not to incur additional borrowings after the lapse of 23 months in the term of this type (ii) arrangement, unless the total deposits in the designated account held with Jiangsu International Trust amount to no less than RMB214 million.
- (13) The use of the trust loan proceeds is limited to payment of development costs of property projects developed by Changzhou Future Land Guangchang and Changzhou Fulong. Future Land Wanbo also covenanted (i) to adhere to the agreed budgets of the relevant property projects and plans for the use of proceeds; (ii) that any deviation from the aforesaid budget or plans shall be reviewed and approved by Jiaoyin International Trust; (iii) to deposit any proceeds from the sales and pre-sales of, and borrowing secured by the land use rights of, Changzhou Future Land Guangchang and Changzhou Fulong into a designated reserved account held with Jiaoyin International Trust and to use such proceeds solely for the development of the property projects of Changzhou Future Land Guangchang and Changzhou Fulong.
- (14) The use of trust loan proceeds is limited to payment of construction, development and operational costs of Suzhou Future Land Golden County. Suzhou Future Land Chuangjia covenanted to deposit 50% of the proceeds from the trust financing arrangement into a reserved account solely for the repurchase of the equity interests then held by Jiangsu International Trust upon the lapse of 23 months in the term of this type (ii) arrangement.
- (15) The use of the trust loan proceeds is limited to payment of construction and development of certain phases of Park View International Community B project and should not be used for repayment of shareholder loans or any other purposes. The amount of debt secured by Shanghai Future Land Chuangjia's land use rights should not exceed RMB660 million.
- (16) The use of the trust loans proceeds is limited to payment of the construction and development costs of Injoy Plaza. Changzhou Future Land Wanbo also covenanted (i) not to remit the proceeds from sales/pre-sales of property projects of Changzhou Future Land Wanbo to any other persons or entities (including any subsidiary or controlling shareholders) and (ii) adhere to a certain construction and pre-sale schedule, budget and minimum sales target in respect of the development and pre-sale of Injoy International Plaza.
- (17) The use of the trust loan proceeds is limited to (i) payment of construction and development costs of Exalted Uptown or (ii) repayment of indebtedness incurred by Shanghai Future Land Chuanghong. Shanghai Future Land Chuanghong also covenanted (i) to adhere to an agreed pre-sale schedule, minimum selling price and sales target of properties during the term of relevant type (ii) arrangement and (ii) to inform and obtain approval from Zhongcheng Trust prior to obtaining any borrowing for the development of its property projects.
- (18) Of the trust loan proceeds, RMB153 million may be used for the development of the extension phases of property projects or for repayment of loans. Shanghai Future Land Jinjun also covenanted (i) to deposit at least RMB50 million of trust loan proceeds in a designated bank account for initial funding purpose and not to use such deposits for any other purposes, and (ii) to inform and obtain approval from Zhongcheng Trust in respect of any borrowing for the development of its property projects.
- (19) The use of the trust loans proceeds is limited to (i) pre-construction expenses and construction expenses for Injoy Plaza or (ii) repayment of shareholder loan granted by Future Land Wanbo of not more than RMB200 million. Changzhou Future Land Hongye also covenanted to ensure that the cumulative amount of cash deposited into the reserve account designated by Zhongrong International Trust is no less than: (a) RMB50 million on the first business day in the 19th month in the term of the trust financing arrangement; (b) RMB100 million on the first business day in the 20th month in the term of the trust financing arrangement; (c) RMB150 million on the first business day in the 21st month in the term of the trust financing arrangement; (d) RMB200 million on the first business day in the 22nd month in the term of the trust financing arrangement; (e) RMB300 million on the first business day in the 23rd month in the term of the trust financing arrangement; and (f) RMB44 million on the fifth day prior to the expiry of the trust financing arrangement.

Costs and Benefits of Trust Financing Arrangements

Trust financing companies do not usually link their interest rates to the PBOC benchmark interest rates and typically charge rates ranging from 3% to 7% higher than those charged by commercial banks. Notwithstanding its higher cost of borrowing, we chose to obtain trust loans as an alternative source of funding for some of our projects during the Track Record Period to leverage on, among other things, their more flexible terms and security structure and more favourable timing of funding and repayment as compared to those offered by commercial bank loans, particularly in the tightened credit environment during 2010 and 2011. These features are illustrated below in detail. Our Directors have confirmed that our Group did not encounter any credit related issues during the Track Record Period that would otherwise hinder our capability to obtain banking facilities. Our Directors further confirmed that we had the necessary credit standing to obtain as much funding from commercial banks to finance our property development operations as we had obtained under our trust financing arrangements.

Flexible terms and security structure

Terms and security structures of bank facilities are subject to rigid regulatory and internal compliance requirements. Trust financing arrangements, on the other hand, are highly negotiable and are available in varying and flexible structures, which can be tailor-made in accordance with the capital structure of each project company, the risk-return profile of each property project and the funding requirements of our project development process.

Timing of funding and repayment

With trust financing arrangements, funds are normally provided to our project companies in the form of a one-time payment. This offers us flexibility compared with bank loans, where funds are typically provided in tranches according to our actual development schedule, and upon our application and presentation of documentary evidence showing the actual commencement of certain phases of, or meeting of certain development, sales or pre-sales targets of our property projects.

Furthermore, trust financing arrangements normally require a one-time repayment of principal at the end of their terms. Proceeds from sales and pre-sales of our projects during the term of such arrangements are normally not required to be applied towards their principal repayments. Unlike customary bank loans, which may require proceeds from sales or pre-sales of our property projects to be applied towards their principal repayments in phases, trust financing arrangements allow us to make more efficient use of our proceeds from sales and pre-sales and offer us flexibility in managing our cash flows.

Diversified financing channels

Property development industry is capital intensive. Given the PRC property market is subject to extensive policies and regulations by the PRC government, trust financing arrangements have become alternative financing channels in additional to the traditional bank loans. Having diversified financing channels not only allows for flexibility in obtaining sufficient external financing to support our continued business growth but also helps to mitigate policy risks in the bank credit environments.

Type (i) Arrangements Vs. Type (ii) Arrangements

Type (i) arrangements normally adopt a structure more similar to that of banking facilities with their interests secured through conventional pledge of land use rights and personal and/or

corporate guarantees by shareholders. Type (ii) arrangements, on the other hand, allow trust financing companies to hold equity interests in the relevant project companies directly during the term of the type (ii) arrangements. It is an internal policy of certain trust financing companies to enter into type (ii) arrangements only, as such arrangements are perceived by investors of trust funds to offer additional protection as security or collateral. As a result, some of the trust financing companies are more flexible when negotiating with us the terms of the trust loan under type (ii) arrangements. During the Track Record Period, we had 11 subsisting type (i) arrangements from which we obtained RMB4,163.7 million of current and non-current borrowings and 11 subsisting type (ii) arrangements from which we obtained RMB3,203.0 million of current and non-current borrowings. Although we are required to transfer certain equity interests in our project companies to the relevant trust financing companies as collateral, we chose to obtain funding from type (ii) arrangements to finance some of our project due to more flexibility in the negotiation process. Our Directors, however, are of the view that the two types of trust financing arrangements are not substantially different for the following reasons:

- both types of trust financing arrangements have become customary financing means in the PRC property development market;
- under either type of these arrangements, the trust financing companies are effectively secured lenders of the project companies and do not have power to govern the financial and operating policies of project companies and do not obtain any benefit other than the pre-determined fixed income return from the relevant project companies; and
- the trust financing companies are not actively involved in the day-to-day operation of the project companies under both type (i) or type (ii) arrangements.

Our Directors have confirmed that the decision as to the type of trust financing arrangement to enter into was purely commercial, driven by the flexibility of the funding needs of a particular project, the terms of the relevant trust financing company, e.g. in terms of term of loan, costs of financing and scope of permitted use of proceeds, which were in turn driven by their internal policies, and the bargaining powers of the parties during negotiations.

In determining which type of financing arrangements to enter into for a particular project, we take into account various factors such as the timing for funding, expected or required use of proceeds and repayment obligations on any existing bank or related party loans. Where our funding requirements are time-sensitive or proceeds were intended for uses beyond the payment of development costs of the relevant project, we are more likely to enter into a type (ii) arrangement.

Our Financing Alternatives

As of September 30, 2012, we had current and non-current borrowings from trust financing arrangements of approximately RMB2,862.1 million, and current and non-current bank borrowings of approximately RMB6,911.4 million. As of September 30, 2012, we had available and undrawn banking facilities of approximately RMB6,197.0 million.

Save as disclosed in this section, we are currently not in the process of arranging any additional trust financings. Furthermore, we have no intention to rely on trust financing to finance our property future developments after Listing. We intend to improve our operating cash flows and further diversifying our sources of financing by seeking longer term financing opportunities including syndicated loans, corporate bonds, and equity and equity-linked financings after Listing,

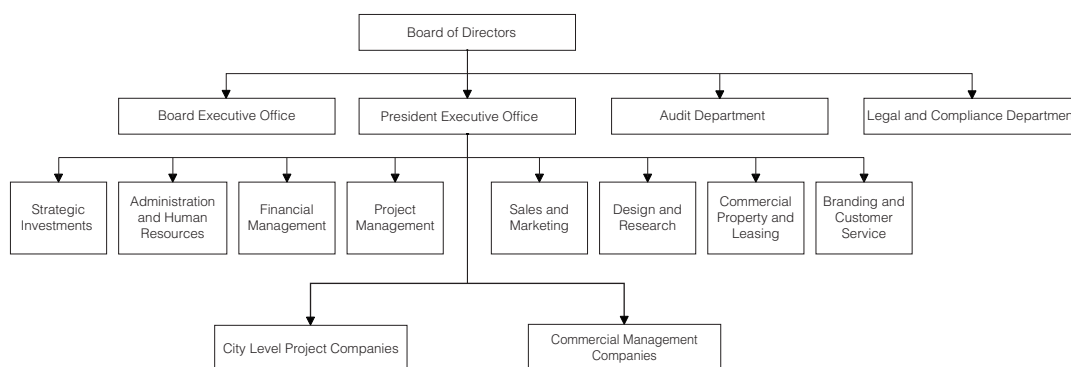
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which allows us to further mitigate bank credit-related policy risks. Based on our plans to improve our operating cash position, our current project development, sale and pre-sale schedules and the estimated net proceeds from our Global Offering, our Directors expect our operating cash position to improve in 2012 and our Group to have sufficient working capital to maintain our operations without using trust financing as an important source of funding after Listing.

For further information, please refer to the sections headed “Financial Information – Liquidity and Capital Resources” and “Financial Information – Indebtedness”.

PROPERTY DEVELOPMENT MANAGEMENT

The following chart sets forth our management and reporting structure:



Integrated Management Structure

We have established procedures and policies to manage all aspects of our Group’s property development operations. Our frontline operations, comprising property development, sales and marketing, property leasing and property management, are operated by our city-level project companies. Our city-level project companies are supported and monitored by our headquarters, in respect of quality control, resource allocation, supply and procurement, budgeting and financial reporting.

In terms of division of responsibilities, our headquarters are responsible for:

- formulating strategy and budgeting;
- building corporate-wide operation and information systems;
- deciding on land acquisition and fund-raising;
- setting accounting policies and consolidating financial information;
- setting human resources policies;
- cost assessment and procurement;
- maintaining investor, public and government relations;

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- ensuring legal compliance of our operations and promote our corporate governance standards;
- internal control and internal audit;
- construction and technical quality control; and
- exploring and entering new geographical markets.

In terms of division of responsibilities, our city-level project companies are responsible for:

- implementing land acquisition decisions;
- obtaining government permits required for project development;
- architectural design and product research and development;
- engineering, construction and project management;
- sales and marketing;
- providing after-sales services to customers and managing customer relations;
- developing and managing rental properties;
- providing property management services; and
- managing customer and tenants relations.

“Rapid asset turnover” Model and Standardised Development Process

We adopted a “rapid asset turnover” model in managing our property development projects, with the objective of shortening the period between site acquisition and pre-sale of our properties. As an integral part of our rapid asset turnover model, we have implemented a standardised development process, through which we develop our property using standardised procedures, components and units.

The following chart sets out our key milestones in relation to our research, development and implementation of our standardised development process:

Year	Milestones
2005	<ul style="list-style-type: none"> • Commenced research on the use and application of standardised development processes • Adopted the “Five-year Research and Implementation Plan for the Industrialisation of Future Land’s Residential Property Development” (新城住宅產業化研究實踐五年計劃)

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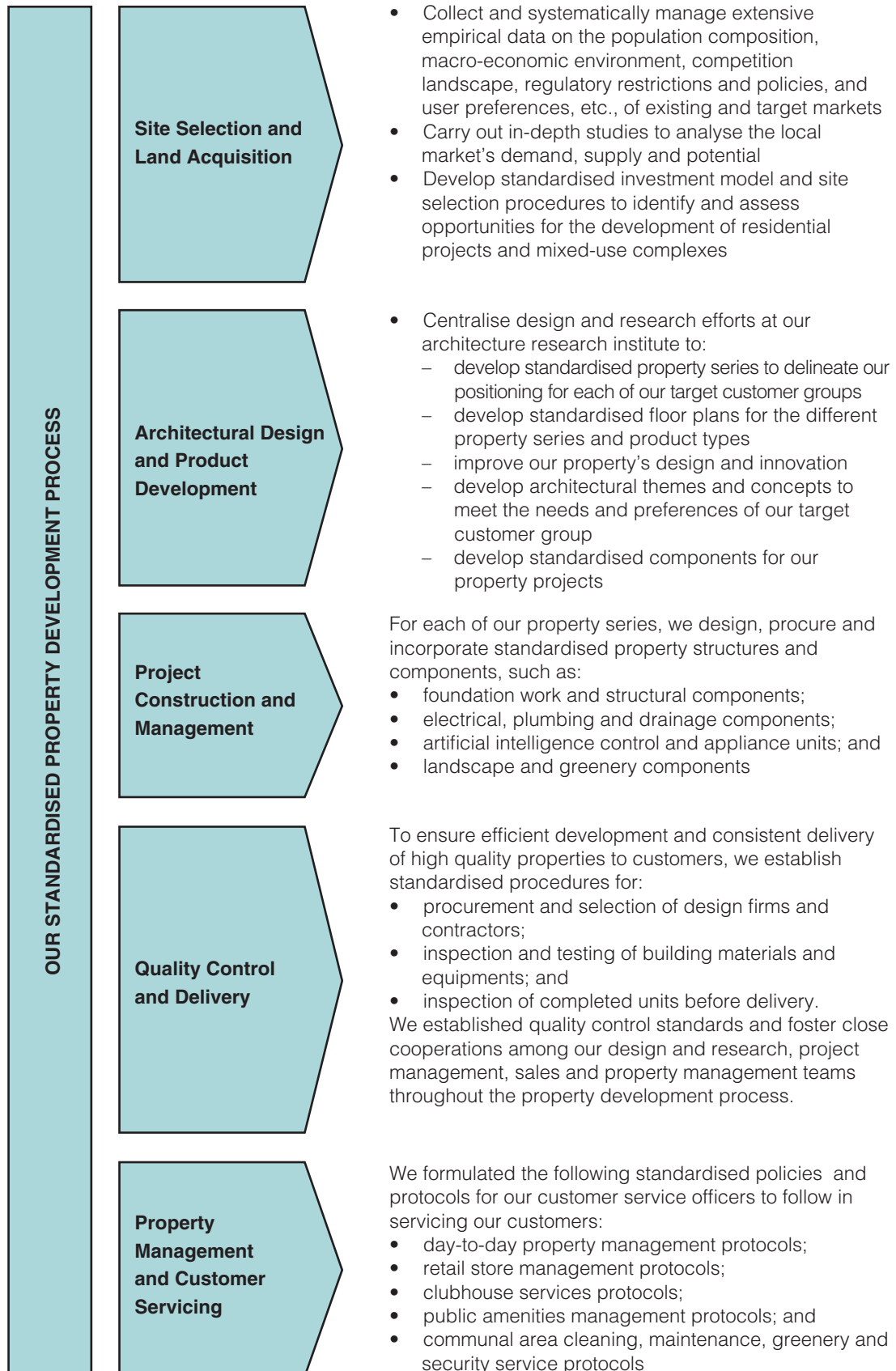
Year	Milestones
2006	<ul style="list-style-type: none"> Initiated in-depth studies and research to analyse market's fundamentals, including supply, demand and potential in cities, and completed such studies and research for Changzhou and Shanghai Initiated design, development and application of standardised components, designs and layouts for our residential projects and established our standardised components bank
2007	<ul style="list-style-type: none"> Established our own architecture research institute to centralise our efforts to improve our design and innovation Commenced construction of our Residential Property Development Standardisation Research Institute 《住宅產業化基地》 in Changzhou
2008	<ul style="list-style-type: none"> Initiated marketing programmes to hold regular seminars and conferences to solicit current market views and industry information on the standardisation of residential development Completed Phase 1 of Residential Property Development Standardisation Research Institute
2009	<ul style="list-style-type: none"> Commenced trial application of standardised processes and components to residential projects based on research and development findings
2010	<ul style="list-style-type: none"> Commenced application of standardised processes and components across all property series of our Group
2011	<ul style="list-style-type: none"> Further research and development of standardised processes and components

Our standardised property development process

We apply our standardised property development process across our entire value chain of business operations. In particular, we standardised our procedures and standards for:

- site selection and land acquisition;
- architectural design and product development;
- project construction and management;
- quality control and delivery; and
- property management and customer service.

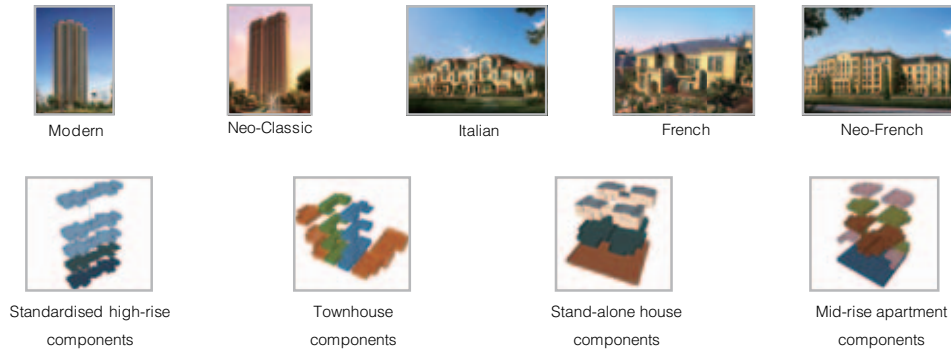
The following diagram summarises our standardised property development process:



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With our standardised property research and development processes, we have developed the following standardised designs and modular components for our properties:

Product Designs and Components

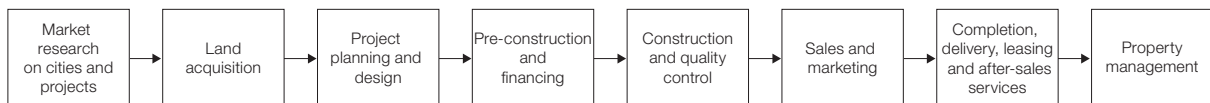


The use of standardised designs and modular components helps us efficiently develop a wide range of products to meet the needs and preferences of our target customers, including high-rise apartments, mid-rise apartments, townhouses and luxury stand-alone houses.

Our research and implementation of a standardised property development process has enhanced our execution capability as we are better equipped to closely monitor our property development processes and rapidly replicate our property projects.

Property Development Process

The following outlines the key work flows of our property development process.



Market research

The sales and marketing of our headquarters is responsible for market research, identifying the target cities and potential projects. We critically assess and evaluate the potential of the target cities, the development sites and the optimal positioning of the products to be developed in such cities and sites.

The primary criteria in our project site evaluation include the following:

- location, size, dimensions;
- local population, purchasing power, target customer demand and expected growth of the area/district in which the land is located;

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- transportation access and infrastructure support;
- estimated development costs and time, including demolition and resettlement costs and schedule;
- expected financial return;
- development prospects, taking into account social, economic and environmental effects;
- local competitive environment;
- applicable zoning regulations and government preferential policies;
- government development plans for the relevant site and the neighboring area; and
- product positioning.

If we decide to proceed with a particular development, we will prepare an in-depth feasibility study which includes project design, product positioning, financial projection, and return analysis. The feasibility study report will be submitted to our Investment Committee (投資決策委員會), consisting of senior members of our management, which will consider and assess the costs, return, capital requirements and resources requirements of the proposed project against the availability of our Group's resources and its compatibility with our Group's strategic direction.

We regularly monitor announcements made by respective local governments in relation to public tenders, auctions or listing-for-sale of land parcels, and maintain good relationships with real estate agents and brokers to obtain information on suitable projects in the secondary market.

Land acquisition

There are two common ways by which we may acquire land for property development in the PRC: (i) bidding in public tenders, auctions or listings-for-bidding for land use rights in accordance with the Provisions on Bidding, Auction and Sale of Land Use Rights (《招標拍賣掛牌出讓國有土地使用權規定》), promulgated on May 9, 2002 and effective since July 1, 2002; or (ii) acquire land use rights in the secondary market through purchase of projects which have not been completed or acquire project companies directly from other developers.

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During the Track Record Period, we obtained all of our land use rights through listing-for-bidding in accordance with the Provisions on Bidding, Auction and Sale of Land Use Rights except as set out below:

Project	Means of land acquisition	Consideration for acquisition (RMB million)	Basis of determination of consideration
A portion of the land parcels comprising the Changxin Road Project.	Judiciary auction	79.5	By auction
A portion of the land parcels comprising the Changxin Road Project.	Acquisition of project company in secondary market	280.0	By independent valuation of the relevant project company
Xingye Road North Land Parcel Project	Acquisition of project company in secondary market	160.0	With reference to the registered capital of the project company
Phase I of Future France . . .	Acquisition of project company in secondary market	597.7	By independent valuation of the relevant project company
Future Land Emporium	Acquisition of project company in secondary market	280.8	By arm's length negotiation
A portion of the land parcels comprising the Changzhou New City Residence	Land use rights transfer in secondary market	17.0	By arm's length negotiation
Wanbo Fashion Mall	Land use rights transfer in secondary market	115.0	By arm's length negotiation
Future Land Southern Metropolis.	Land use rights transfer in secondary market	290.6	By arm's length negotiation
Golden Territory ⁽¹⁾	Acquisition of equity interests in project company in the secondary market	559.6	With reference to the land premium paid by the project company
Baiyin Road A11-4 Land Parcel Project	Acquisition of equity interests in project company in secondary market	311.2	By independent valuation of the relevant project company

(1) Developed by Shanghai Wanzhicheng, which is held as to 50% by each of Shanghai Future Land Wanjia and Shanghai Vanke.

In respect of the aforesaid land use rights we acquired in the secondary market, we were advised by our PRC legal advisers that such acquisitions were in compliance with Law of Administration of Urban Real Property (中華人民共和國城市房地產管理法) and the relevant regulations. In respect of the aforesaid project companies we acquired in the secondary market, we were advised by our PRC legal advisers that such acquisitions were in compliance with the PRC Company Law.

The Provisions on Bidding, Auction and Sale of Land Use Rights require all land planned for commercial development (such as retail, residential, and commercial property) to be transferred in one of the following ways: public tenders, auctions or listings-for-bidding on the land exchanges. In the case of public tender, the relevant authorities will assess either solely on tender prices or, alternatively, by reference to a matrix of parameters, including tender prices, credit record of the bidders and quality of the development proposals, in determining to whom to grant such rights. On the other hand, where land use rights are granted through auction or listing-for-sale, the highest bidder normally wins.

We have, in the past, voluntarily returned land use rights granted to us through listing-for-bidding. In response to the unprecedented global financial crisis in 2008 and deteriorating macroeconomic conditions thereafter, we adopted various conservative adjustments and measures to our property development plans to ensure we have sufficient working capital in the mid-to-long term. As part of the said measures, Nanjing Future Land Chuangzhi entered into an agreement with Jiangning Office of Nanjing Municipal Bureau of State Land and Resources (“**Jiangning Land Bureau**”) in October 2008 to rescind the land grant contract (the “**Rescission Contract**”) signed on November 13, 2008. Pursuant to the Rescission Contract, Nanjing Future Land Chuangzhi returned to the Jiangning Land Bureau the land use rights of certain land parcels (the “**Jiangning Land Parcels**”) located in Jiangning, with an aggregate GFA of 133,827 sq.m.

The land use rights of the Jiangning Land Parcels were granted to the Nanjing Future Land Chuangzhi as a result of its successful bid at the public tender held by the Jiangning local government in December 2007, pursuant to which Nanjing Future Land Chuangzhi paid a total of RMB129.8 million in 2007 as deposit for the Jiangning Land Parcels.

Pursuant to the Rescission Contract, RMB35.4 million of the aforesaid deposit was forfeited by the Jiangning Land Bureau. The remaining amount was recorded as trade and other receivables as at December 31, 2008 and was subsequently collected in 2009. Our Directors have confirmed that the forfeiture of the deposit had not had a material adverse impact on our operations and the Rescission Contract, had practically helped us to reduce our overall capital expenditure and maintain sufficient working capital in 2009 amid uncertainties in the macroeconomic environment. Our Directors are of the view that the aforesaid incident reflected our responsiveness to changes in market conditions and is consistent with the prudent approach we have adopted for the management of our property development business. Our Directors further confirm that there were no other similar incidents during the Track Record Period. Subsequent to the aforesaid incident, we had conducted review of and had fine-tuned our land acquisition policies and process by enhancing market research, feasibility studies and cash flow analyses prior to proceeding with any land and/or project acquisition.

Project planning and design

We have strong in-house design capabilities and maintain a dedicated in-house design team who is responsible for the overall planning and design of our projects.

Once the conceptual design of a property development project is established, we contract out the detailed project design work to reputable architectural, interior and landscape design firms selected through tender processes. Our design teams, together with the relevant project company, work closely with these selected architectural and interior design firms to transform the conceptual design into a detailed development proposal (the “**Project Design Proposal**”) for approval by relevant PRC government authorities. Once approved, the Project Design Proposal becomes the basis for the construction of the project. Our supply, procurement, cost control and sales and marketing teams are actively involved in developing the Project Design Proposal for each project to ensure accurate product positioning and attractive financial return.

Pre-construction

Before we commence construction, we must first obtain the grant of the development rights to the relevant parcel(s) of land and the necessary permits and certificates. A property developer is only permitted to commence construction of a property development upon obtaining the construction land planning permit, the construction work planning permit and the construction work commencement permit (which will only be issued after the land use rights certificate, the construction land planning permit and the construction work planning permit are obtained). Please refer to the section headed “Summary of Principal Legal and Regulatory Provisions – Planning and Construction” in Appendix V to this prospectus for details of these certificates and permits.

During the Track Record Period, we did not experience any significant delays in obtaining the aforesaid certificates and permits. As of the Latest Practicable Date, save for the projects which we had not commenced construction, we had obtained land use rights certificates and all relevant certificates and permits as required under applicable PRC laws and regulations for all of our projects under development and projects held for future development.

Compliance with idle land related regulations

Under PRC laws, we may be subject to administrative actions or penalties if we fail to develop a property project according to the terms of the land grant contract. To ensure compliance with these idle land related regulations, we have adopted internal control procedures pursuant to which our project companies are required to closely monitor the progress of the development of the Project Design Proposal and the issuance of the necessary permits and certificates for each project.

Each of our project companies is required to escalate the matter to the attention of our Board if we fail to complete any Project Design Proposal or obtain any of the necessary permits and certificates for any project at least three months before the respective construction commencement date specified in the respective land grant contract. Our Board would then consider deferring the construction commencement date of the project and approving a deferred construction schedule as appropriate. After obtaining approval from the Board, the project company would then apply to the relevant local governmental authority to defer construction schedule and execute supplemental land grant contracts, with the amended land commencement and completion dates as necessary, at least one month prior to the original construction commencement.

If the failure to obtain any necessary permits and certificates of a project is attributed to the local government’s failure to complete the demolition of existing buildings, resettlement of existing

residents or construction of basic infrastructure as required under the land grant contracts, such incidents are expected to also be reported to the Board for assessment. After obtaining approval from the Board, our strategic investments department and our legal and compliance department are expected to jointly negotiate with the relevant governmental authorities for remedial actions, including but not limited to amending or rescinding the land grant contracts (as appropriate) or entering into new land grant contracts for the acquisition of other equivalent land parcels.

During the Track Record Period and up to the Latest Practicable Date, we have not received any notices from any PRC authorities identifying any idle land held by us, nor have we incurred any idle land fees. For further information, please refer to the section headed “Risk Factors – Risks Relating to Our Business – We may forfeit land to the PRC government if we fail to develop properties in accordance with the terms and timeframe set out in the land grant contracts” and the paragraph headed “Compliance” in this section.

Project financing

During the Track Record Period, we financed our projects primarily through internal cash flows, including proceeds from pre-sale and sale of our properties, bank loans and trust financing. According to guidelines issued by the CBRC in August 30, 2004, no bank loan may be granted to projects which have not obtained the relevant land use rights certificates, construction land planning permits, construction work planning permits and construction work commencement permit. On May 25, 2009, the State Council issued a Notice on Adjusting the Capital Ratio of Fixed Assets Investment Project (國務院關於調整固定資產投資項目資本金比例的通知). The notice provides that the minimum capital requirement for affordable housing and ordinary commodity apartments are 20%, and the minimum capital requirement for other real estate development projects is 30%. For further details, please refer to the section headed “Summary of Principal Legal and Regulatory Provisions – Real Estate Loans” in Appendix V to this prospectus.

Our Company uses proceeds from the pre-sale and sales of our properties to fund part of the construction costs of the relevant projects and to settle the bank loans. Proceeds from the pre-sale form the integral source of operating cash inflows during our project development. According to the laws of the PRC, our Company may pre-sell properties under construction after certain criteria are met and proceeds from the pre-sales must be used for the construction of such properties. Our policy is to finance our property developments with internal resources to the extent practicable so as to reduce the level of external funding required.

To the extent necessary and subject to the guidelines issued by CBRC, we finance our projects partially through borrowings from banks and trust financing arrangements. The terms of our bank borrowings generally specify the project or project phase for which the funds are to be applied and are restricted to that use. As of June 30, 2012, our outstanding current and non-current borrowings from banks amounted to RMB6,401.2 million. Our bank loans are primarily provided by major commercial banks in the PRC. As of June 30, 2012, our Group had been given a rating of “AAA-” by Agricultural Bank of China, a rating of AA by China Construction Bank and the ratings of “Key Client” (重點客戶) and “Excellent Real Estate Development Client” (房地產開發優質客戶) by the headquarters of the Bank of China, all of which are our principal bankers.

Historically, we also financed some of our projects with trust financing. As of June 30, 2012, our total current and non-current borrowings from trust financing arrangements amounted to RMB3,332.1 million. Please refer to the section headed “Financial Information” for further details of our channels of financing, indebtedness and borrowings. Our ability to finance our projects also depends on the economic and regulatory measures introduced by the central and local governments, which are often intended to stabilise the property market in China. In particular, any

decisions to raise the reserve ratio by the PBOC will limit the amount available to commercial banks for lending and our ability to obtain financing from commercial banks. Please refer to the section headed “Risk Factors – Risk Relating to our Business – We may not have adequate financing to fund our land acquisitions and property developments, and such capital resources may not be available on commercially reasonable terms, or at all” for further details.

During the Track Record Period and up to the Latest Practicable Date, we had not been in default of any material provisions (including any cross-default provisions) of any of our bank loans or trust financing arrangements. None of our lenders had, in the past, been entitled to accelerate repayment of our indebtedness as a result of such cross-default provisions.

Construction and our contractors

The tendering process

We contract out the construction work for our property developments including, among other things, foundation digging, general construction and installation of equipment, as well as decoration and engineering work, to qualified independent contractors which are selected through a tender process in accordance with the “Law on Tender and Bidding of the PRC” (《中華人民共和國招標投標法》) and the “Tender Law & the Rules on the Tender Scope & Criteria for Construction Projects” (《工程建設項目招標範圍和規模標準規定》). The tender process is managed by our tender committee, which comprise our construction and quality management department, our supply and procurement department and our finance and audit department. As part of the tender process, our tender committee undertakes thorough due diligence, including but not limited to:

- retrieving information from our contract management system and raising queries internally based on our Group’s experience with a particular bidder;
- conducting interviews with bidders and requesting confirmation and undertakings with respect to their cash flows, experience and credentials; and
- conducting independent research and investigation to verify the credentials and track record submitted by the bidders.

Our tender committee screens out bidders that do not meet our requirements. A winning bidder will be selected based on a pre-determined formula that takes into account both the quality and price quoted by the bidder and it will be required to enter into a construction contract with us. Based on records kept by our Group which comprise filings we made to and the confirmation letters issued by relevant construction authorities in relation to our construction works, our PRC legal advisers are of the opinion that our Group is not in violation with any applicable PRC tender laws and regulations.

Major contractors and design firms

We have access to a wide range of construction contractors and engineering/architectural design firms across all the cities in which we operate, and have longstanding relationship with more than 70 construction contractors and 20 design firms. Three of such construction contractors were among our top five materials suppliers and contractors in at least one of the three years during the Track Record Period. All of our major contractors or design firms are sizeable, properly qualified in respect of the construction and design work contracted to them. Some of such contractors have more than a 10-year business relationship with our Group.

Key terms of agreements

Our contractors are subject to warranties stipulated in the relevant construction contracts in respect of the quality and construction completion schedule. Under our standard construction contract, contractors are required to pay fines in the event of a delay and bear the costs of rectifying any construction defects. Payment to contractors by our Group is made in stages in accordance with the terms and conditions as stipulated in the standard construction contract signed between our Group and the contractors. The percentage of stage payments varies from case to case. Upon completion of the project, the contractors will have received approximately 75% to 80% of the total payment. At closing and settlement, we will settle 90% to 95% of the total payment, and retain the remaining 5% to 10% as retention money for a period of 6 to 12 months. We have not had any incidences during the Track Record Period where the retention amount was less than the amount we had to pay to correct construction work defects.

The total annual fees paid to our contractors during each of the three years ended December 31, 2009, 2010 and 2011 and the six months ended June 30, 2012 amounted to approximately RMB1,913.0 million, RMB2,243.0 million, RMB4,699.0 million and RMB3,136.8 million, respectively. During the Track Record Period, we were not subject to any penalty, material claim, or direct loss resulting from unsatisfactory work performed by third-party contractors or from construction delays.

Procurement

Our supply and procurement department coordinates the procurement of building materials and is in charge of price negotiation. Our supply and procurement department bulk purchases major construction materials used in our projects, including standardised components of our properties. All our construction materials are held for use in connection with the construction of our Group's projects only. For major construction materials, we select suppliers through tender process from various suppliers. In addition, we maintain strict quality control procedures for selection, inspection and testing of materials. Our project management teams inspect all equipment and materials to ensure compliance with the contractual specifications before accepting the materials on site and approving payment. We reject and return to the suppliers any substandard materials or materials that do not comply with our specifications.

Project management

Our Group adopted a "rapid asset turnover" model for developing property projects. We aim at commencing pre-sale of our properties within a relatively short period subsequent to the site acquisition in order to reduce development cycle, maximise investment returns, improve our cash flows and mitigate the liquidity risks. In implementing this strategy, the project management team of each of our project companies, comprising both project managers and in-house qualified engineers, conducts on-site supervision on a day-to-day basis to monitor the progress of construction and quality of construction workmanship. Close supervision is key to avoiding unnecessary delay in the construction process. It promotes work efficiencies among workers on-site and helps identify defects and issues in the work carried out by the construction companies and ensure timely rectification of the same.

Quality control and construction supervision

We place strong emphasis on quality control to ensure that our properties comply with relevant regulations and are of high quality. Our quality control policies can be categorised into the following aspects:

- selection of design firms and contractors;
- selection, inspection and testing of building materials and equipment;
- establishment of quality control standards; and
- on-site inspection of construction processes by our local project management team and our construction and quality management team.

We have implemented standardised technical guidelines to ensure the construction of all our projects complies with relevant laws, regulations, and other compulsory standards promulgated by the relevant PRC governmental authorities and other industry associations. These guidelines form part of the construction contracts we enter with the construction companies and form a comprehensive reference for our project management and construction and quality management teams in monitoring the construction of our projects.

We closely monitor all construction processes. In addition to monitoring by our local project management team, our construction and quality management team, comprising qualified engineers and qualified construction technicians, conduct regular inspection of all our construction sites to ensure the construction quality and safety control comply with our quality control guidelines and all relevant laws, regulations and industry standards. We also engage independent quality supervisory companies to conduct quality and safety control checks on all workmanship on-site before we accept completion of major construction phases.

Our sales and property management department, together with our qualified engineers from our construction and quality management team, will inspect every unit of our completed property development to ensure they are in satisfactory condition prior to delivery of such properties to our customers.

Our strict quality control measures ensure our contractors comply with the relevant rules and regulations including environmental, labour, social and safety regulations, and thereby minimise the risks and liabilities of our Group. During the Track Record Period, we were not involved in any dispute with nor were there any case of material personal injury or death involving our contractors that had a material and adverse effect on our business.

Contract management system

We established a contract management system which forms part of our Group's management information system to record, among other things, the payment schedule of each construction or procurement contract we entered into and feedback given by our construction and quality management team or any of our project companies in respect of each of the construction contractors and suppliers we engaged. The contract management system helps us manage our payments and cash flows. It also helps us evaluate the quality of our suppliers and service providers, which in turn provide useful information for our screening and selection of contractors and suppliers for future projects.

Sales and marketing

Marketing

We have a dedicated in-house sales and marketing department responsible for determining and implementing appropriate advertising and sales plans for our products. We also retain external agents including advertising companies and real estate sales agencies to help implement our sales and marketing plans and strategies.

Our sales and marketing department provides valuable input throughout the property development process to ensure our property developments are well-positioned, meet customers' expectations and are appropriately and profitably priced.

Prior to land acquisition and construction of our projects: our sales and marketing department works closely with our strategic development department to collect relevant market data and conduct the feasibility study of each proposed land acquisition. It also participates in developing the optimal positioning and the conceptual design of all of our projects post land acquisition. This helps ensure that the designs of our projects are in line with the preferences of our target customer bases.

During the construction process: our sales and marketing department regularly conducts on-site inspections to ensure landscaping, floor plans, fittings and decoration standards are accurately reflected in the sales and marketing materials we presented to customers and potential customers.

Prior to launching property pre-sale: our sales and marketing department formulates strategies and plans for marketing our properties, prepares promotional materials, conducts promotional campaigns, recommends unit prices and pricing related policies for our projects and coordinates and monitors our relationship with the media. In addition to our sales and marketing department's recommendation, the selling prices of all of our projects are determined, approved and controlled in accordance with established internal control procedures. For further information, please refer to the paragraph headed "Marketing expenses and pricing control" in this section.

Throughout and subsequent to the pre-sale period: our sales and marketing department provide comprehensive assistance to our customers, coordinate internally to address queries raised by them and collect feedback from customers and potential customers to assist in the evaluation of the project and in devising modifications or remedial plans as appropriate to address any change in market demand.

Promotional initiatives: our sales and marketing department, together with local project companies and sales team, conducts detailed analyses of market conditions to keep our Group abreast of market developments and changes in macro and social economic conditions. We closely and constantly monitor the marketing and pricing campaigns launched by our competitors, the changes in transaction volumes and contracted average selling prices, and roll out appropriate sales promotional initiatives to maintain the competitiveness of our projects and project phases under pre-sale. The expenses of all promotional initiatives to be launched by our project companies are controlled within a pre-determined marketing expense budget. Price reductions of properties in any project or project phase are controlled within pre-determined levels. For further

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information please refer to the paragraph headed “Pricing control and strategies” in this section. During the Track Record Period, we launched a wide range of promotional initiatives, which could be broadly categorised as follows:

Promotional initiatives categories	Nature/types of discounts and offers
Purchase price discounts.....	<ul style="list-style-type: none"> • Offering fixed percentage discount over listed purchase price. • Often used at: <ul style="list-style-type: none"> – launches of pre-sale of a project or project phase; – clearances of residual units towards the end of pre-sale period for a project or project phase; – offerings or clearances of units with disadvantaged locations or features.
Fixed price	<ul style="list-style-type: none"> • Offering a limited number of units at fixed per sq.m. price for clearances of residual units towards the end of pre-sale period for a project or project phase.
Cash discount	<ul style="list-style-type: none"> • Offering a price discount to customers purchasing units without mortgage loans and completing payment within a specified period of time to accelerate our cash receipts from pre-sales.
Extended payment period	<ul style="list-style-type: none"> • Offering extended payment period for purchases with initial payment of 50% or more to accelerate our cash receipts from initial payments for pre-sales.
Online auction of residential units....	<ul style="list-style-type: none"> • Offering limited residential units for online auction, subject to floor price by our Company.
Property management fee waiver	<ul style="list-style-type: none"> • Offering waiver of management fee for not more than one year for the purchased unit.
Miscellaneous and merchandise offers	<ul style="list-style-type: none"> • Offering complimentary: <ul style="list-style-type: none"> – car parking purchase discount coupons; – merchandises, including home appliances; and – lucky draws with prizes worth not more than RMB5,000.

Our Directors confirm that above-mentioned promotional initiatives were adopted within normal course of our business as a property developer in the PRC. As part of the aforesaid promotional initiatives, we had in limited circumstances pre-sold less desirable units in particular project phase below its development costs during the Track Record Period. Impairment testing is conducted at each financial reporting date to determine whether the carrying value of each project or project phase is below the recoverable amount. Our Directors confirm that save from the impairment losses as disclosed in the section headed “Financial Information – Certain Income Statement Items – Cost of Sales”, none of the project phases pre-sold by our Group was pre-sold at a contracted average selling price below its average development cost.

In addition, in the fourth quarter of 2011, we launched a promotion campaign that offered price protection for certain residential units in Legend Mansion in Shanghai. For sales contracts pursuant to the “price guarantee scheme”, purchasers may raise claims against us in circumstances where the End ASP is below the Original ASP. Based on the pre-sales of the residential units of Legend Mansion in the months of August, September and October 2012, we will not be liable to compensate the purchasers according to the scheme when the relevant units are completed and delivered in November 2012. Our Directors confirm that the price guarantee scheme was a one-off promotional initiative that was concluded before the end of 2011 and, as of the Latest Practicable Date, we had no plans to establish any other price guarantee schemes. For further information, please refer to the section headed “Risk Factors – Risks Relating to Our Business – We may be subject to claims or demands for compensation if we reduce prices in a project or project phase that is subject to a “price guarantee scheme”” in this prospectus.

Marketing expenses and pricing control

We have formulated comprehensive and centralised marketing expenses and pricing control policies to strategically determine, flexibly adjust and strictly control marketing expenses and selling prices for all of our projects.

Prior to the commencement of development, our strategic investments department determines and approves the marketing budget for each of our projects and the target average selling price for each property type under a project. Such budgets and target average selling prices are determined based on the recommendation by our sales and marketing department and our finance department, which takes into account a wide range of factors, including but not limited to the prevailing market conditions and the estimated development costs.

In light of the volatile conditions of the PRC property market, our project companies closely study the changing market conditions and the promotional campaigns launched by our competitors during the property development and pre-sale stages of our projects. Where necessary, a project company may request additional promotional initiatives (including any of the aforementioned initiatives) to be launched or the selling prices of selected units of a project or project phase be reduced or discounted for promotional purposes. Similarly, a project company may also request to revise selling prices upwards in response to thriving market conditions or positive market reception of a particular project. Any unbudgeted marketing expenses and any deviation of the pre-determined average selling price of our properties must be approved by a committee that comprises senior management representatives from the relevant regional management team, the sales and marketing department, the finance department and the strategic investment department. Approval for such additional budgets or price deviations will only be granted if the committee is satisfied that the relevant initiative is suitable and necessary in view of the prevailing market conditions and does not materially affect the overall profitability of the project or the project phase or the financial condition of the our operations as a whole.

Pre-sales

We generally commence pre-sales of our properties prior to completion of construction. We normally launch pre-sales after a fully-furnished replica of each major floor plan in a development is established and a majority of the green area and ancillary facilities are completed which offer our potential customers with the most accurate and descriptive representation of the property we are selling. We use the sales proceeds received from the pre-sale of our projects to finance our other project developments.

Various PRC laws and regulations governing pre-sale of properties impose conditions to be fulfilled before the pre-sale of a particular property can commence. These conditions include obtaining the relevant land use rights certificate, construction land planning permit, construction work planning permit, construction work commencement permit and commodity housing pre-sale permit. Property developers are also required to use a standard pre-sale contract prescribed by the local authorities.

During the Track Record Period, we did not experience any significant delays in obtaining the aforesaid certificates and permits. We are also advised by our PRC legal advisers that during the Track Record Period, we had complied with all relevant and applicable PRC laws and regulations governing property pre-sales in the PRC in all material respects, and had obtained all necessary approvals prior to commencing pre-sale. For details of the laws and regulations governing pre-sales, please refer to the section headed “Summary of Principal Legal and Regulatory Provisions” in Appendix V to this prospectus.

Completion, delivery, leasing and after-sales services

Customers payment arrangements

Our customers may purchase our properties either by one lump sum payment or by mortgage financing. If our customer chooses to settle the purchase price by making one lump sum payment, the customer will be required to fully settle the purchase price shortly after the date of the execution of the sales contract. If the customer chooses to settle the purchase price by mortgage financing, the customer will be required to pay a down payment of 30% of the purchase price upon signing of the sales contract in accordance with the terms stipulated thereof. The remainder of the purchase price will normally be paid by the mortgagee bank within two to three months, depending on approval process of relevant mortgagee bank.

In line with market practice, we have arrangements with various banks for the provision of mortgage financing. We do not conduct independent credit checks on the purchasers but rely on credit checks conducted by relevant banks. As with other property developers in the PRC, we are usually required by the banks to guarantee the obligations to repay the mortgage loans on the property. The guarantee periods normally last until the release or satisfaction of the repayment obligations after the relevant property ownership certificate (小房產證) is delivered. If a purchaser defaults under a mortgage loan, we are obligated to repay all debt owed by the purchaser to the mortgagee bank under the loan, the mortgagee bank will assign their rights under the loan and the mortgage to us and, after registration of change of mortgagee, we will have full recourse to the property. As of June 30, 2012, our outstanding guarantees in respect of the residential mortgages of our customers amounted to RMB5,802.4 million. During the Track Record Period, we encountered 21 incidents of default by purchasers which involved an aggregated defaulted payment of RMB7.7 million. As a result of such defaults, we suffered a net loss of RMB0.2 million. Our general policy is that for purchasers purchasing through mortgage loans, if purchasers default on subsequent payment after the down payment, we reserve our rights to forfeit the full amount of the down payment, unless we manage to resell the property at a price not less than the original price we sold to such defaulting customers and that the resale proceeds are sufficient to cover our enforcement costs. With only 21 incidents of purchaser default and with only an immaterial sum of defaulted payment involved, we believe the aforesaid policy sufficiently deter customer defaults. During the Track Record Period and save as disclosed above, we did not experience any material default on payment obligations or other material breach of sale or pre-sale contracts by any purchaser of our properties.

Delivery of properties for sale

We aim to deliver properties to our customers within the time frame prescribed in the sale and purchase contracts (including the pre-sale contracts). Under the current PRC rules and regulations, we are required to obtain a “Record of Acceptance Examination Upon Project Completion” (竣工驗收備案證明) prior to delivering properties to our customers. We have been advised by our PRC legal adviser that during the Track Record Period, we have complied with, in all material respects, all the relevant and applicable PRC laws and regulations governing delivery of properties for sale. For details of the PRC laws and regulations governing delivery of properties for sales, please refer to the section headed “Summary of Principal Legal and Regulatory Provisions” in Appendix V to this prospectus. During the Track Record Period, we did not experience any significant delays in the completion of our projects or delivery of relevant title documents after sale.

We also aim to deliver quality properties and satisfactory purchasing experiences to our customers. Prior to delivery of properties to our customers, our construction and quality management department conducts on-site inspections to ensure such properties are in satisfactory condition. Our sales team then arranges for our customers to inspect their purchased property prior to the expected delivery date to ensure the properties meet our prescribed standards as well as our customers’ expectations. Our customer service officers also assist customers in applying for strata-title Building Ownership Certificates (分戶產權證) and stay closely in touch with them after delivery to gather feedback for future improvement of our products and services.

After-sales services

Our sales and marketing department is responsible for our after-sales customer services and the formulation of customer service processes and standards. Our dedicated customer service officers provide comprehensive after-sales services, which include assisting customers in obtaining property title certificates and handling customer complaints. In addition, our customer service officers are responsible for collecting and analysing customer data to identify the latest trends in customer preferences and it conducts customer satisfaction surveys to help improve our projects’ market positioning, design, marketing strategies and quality of service.

Property management

We place great emphasis on property management as we believe it enhances property value for our customers and improves our brand and reputation. Our property management teams normally get involved in the early stage of property development and participate throughout the overall design planning stage to minimise future maintenance costs. We charge our customers management fees on a monthly or quarterly basis.

We provide property management services to owners of all properties developed by us through our Jiangsu Future Land Property Management Co., Ltd. (江蘇新城物業管理有限公司) and Shanghai Future Land Wanjia Property Service Co., Ltd. (上海城萬嘉物業服務有限公司), both of which hold valid level one property management permits.

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We typically enters into property management contracts with property owners which specify the services to be offered, the scale of such services, the quality requirements and the fees to be charged for such services. In accordance with PRC laws, our Group cannot assign overall management obligations to a third party but it may outsource certain responsibilities (such as cleaning and security services) to a third party. According to relevant laws and regulations, the rate standards set out in the property management contracts cannot be raised without the approval of the majority of property owners.

Under the PRC laws, property owners have the right to engage or dismiss a property management company with the consent of more than half of the owners who hold more than 50% of the interest in the non-communal areas of the building in aggregate. To ensure customer satisfaction and timely remedial actions to be taken where necessary, we conduct annual customer surveys on our management performance.

As of the Latest Practicable Date, our property management companies have not been dismissed from the management of any properties.

DEMOLITION AND RESETTLEMENT COSTS

According to Urban Housing Resettlement Administration Regulations (城市房屋拆遷管理條例) and applicable local regulations, where we are responsible for demolishing existing properties and relocating existing residents, we will be required to pay the corresponding resettlement costs. The demolition and resettlement costs incurred by us were RMB180.3 million, RMB57.3 million, RMB131.3 million and RMB20.8 million for the years ended December 31, 2009, 2010 and 2011 and the six months ended June 30, 2012, respectively.

During the Track Record Period, we completed six projects requiring demolition and resettlement of then existing residents. The relevant resettlement and related costs were determined in accordance with the applicable local resettlement compensation standards. As of the Latest Practicable Date, all of the original residents on the site of our six completed projects had been resettled.

In addition, seven of our projects held for future development, namely our Xitaihu Road East Project (西太湖大道東側項目), Hutang Project (湖塘項目), Fragrant Legend (香溢瀾橋), Kunshan Future France (昆山香溢紫郡), Kunshan Future Land Territory West Project (昆山新城域西側項目), Jincheng East Road Project (金城東路項目) and Future Land International Metropolis (新城國際花都) required demolition of existing buildings, resettlement of existing residents and construction of basic infrastructure. As of the Latest Practicable Date, the respective local government authorities, which are responsible for the demolition, resettlement and construction works, had not completed such works as scheduled in the relevant land grant contracts. For three of the eight projects, either the land grant contracts or supplemental agreements have specified the completion of resettlement as a pre-condition for land premium payment. For the remaining projects, we obtained written approval from the respective local governments to extend the schedules of land premium payment and construction of the respective delayed resettlement projects. On this basis, we are advised by our PRC legal advisers that it is unlikely that the PRC government authorities will impose penalties on us for the aforesaid delays.

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INVESTMENT PROPERTIES AND COMMERCIAL LEASING

We retain a portion of the properties we developed for rental use and/or investment. We determine whether our commercial properties will be sold or retained for investment purposes in the early stages of developing each of our projects. The decision regarding whether a commercial property should be sold or retained depends on various factors such as location, land use plans, regional market conditions, supporting commercial facilities, and our commercial interests. As of August 31, 2012, we had investment properties in one completed project, namely, Four Seasons Future Land Commercial Complexes (四季新城商舖), and two projects under development, namely, Injoy Plaza (吾悦廣場) and Injoy International Plaza (吾悦國際廣場).

The details of the three investment properties (including completed properties and properties under development) as of August 31, 2012 are set out in the table below:

Project	Date of completion	Completed/ planned GFA	Term and expiry date of tenancy	Rental income during track record period
Four Seasons Future Land Commercial Complexes (四季新城商舖)	December, 2004	516 sq.m.	50 month, expiring on June 15, 2016	Approx. RMB25,000 per month
Injoy Plaza (吾悦廣場)	April, 2012	166,901 sq.m.	N/A	N/A
Injoy International Plaza (吾悦國際廣場)	Under construction	101,072 sq.m.	N/A	N/A
Total GFA		268,489 sq.m.		

We commenced leasing commercial properties in Injoy Plaza (吾悦廣場) in April 2012 and, as of August 31, 2012, our occupancy rate was 85.1%.

Development of Hotels

We are contemplating to develop and operate hotels. In particular, we are conducting extensive feasibility studies to develop the Emporium Hotel as part of our Future Land Emporium (新城帝景) project. Under our current plans, the Emporium Hotel is expected to have a total GFA of 38,800 sq.m. We commenced construction in Q3 2012 and operations by the second quarter of 2014. We are also engaging in active discussions and negotiations with internationally renowned hotel management groups in respect of the management of the Emporium Hotel. Apart from the Emporium Hotel, we are also planning to develop the Gorgeous Mansion Hotel as part of our Gorgeous Mansion (憶華里) project. As prescribed by the land grant contracts, the Gorgeous Mansion Hotel is expected to have a total GFA of 25,982 sq.m. Under our current plans, we expect to commence construction of Gorgeous Mansion Hotel in Q4 2012.

As of the Latest Practicable Date, we had not designated the Emporium Hotel or the Gorgeous Mansion Hotel for investment purposes and had not entered into any formal hotel management agreements with any party for any of our hotels under development.

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For details relating to the location, construction schedule and development costs of each of Future Land Emporium and Gorgeous Mansion, please refer to the paragraphs headed “Our Business – Description of our project in Changzhou, Jiangsu Province – Future Land Emporium (新城帝景)” and “Our Business – Description of our project in Shanghai – Gorgeous Mansion (億華里)” in this section.

Commercial Property Leasing and Management

We established a commercial property and leasing department to develop and expand our commercial property development, leasing and management business. With the aim to enhance our brand image as a commercial property developer and operator, our commercial property and leasing department formulates strategic plans, undertakes project management and supervision, carries out in-depth feasibility studies, devises business and marketing plans, and provides operation management services to our commercial property development and operations. To increase recurring income through a diversified portfolio of commercial properties and carparks, we intend to select tenants based on factors such as the positioning of the project, market demand in surrounding areas, level of market rent and needs of the tenants. We intend to attract large-scale anchor tenants such as well-known brands, chain cinema operators, major game centers and top catering operators and enter into long-term lease with them. We believe that our investment strategy will generate steady recurring income and significantly enhance the sales and appreciation of our investment properties.

CORPORATE GOVERNANCE AND LEGAL COMPLIANCE

Our Group’s overall corporate governance and legal compliance management is carried out across our integrated organizational structure through the work of (1) our legal and compliance department that sets out and monitors our corporate governance and compliance standards and (2) all operation departments that implement such standards.

We have a team of in-house lawyers to carry out legal and compliance review of all aspects of our operations. Our legal and compliance department was formally constituted in September 2011 with the approval of the Jiangsu Judicial Department (江蘇省司法廳). Currently comprised seven PRC-qualified lawyers, our legal and compliance department was one of the first in-house legal departments set up among all private enterprises in Changzhou. Its formal establishment institutionalises our legal and compliance management, promotes legal training and compliance awareness among all personnel in our Group, enhances communication with the relevant government authorities and raises our Group’s corporate governance standards. All these help minimise the occurrence of disputes and non-compliance in our property development operations.

PROPERTIES FOR SELF-OCCUPATION

We rent our headquarters located at 23/F, the Great Wall Tower, No. 3000 Zhongshan North Road, Shanghai, PRC from Independent Third Party. In addition, we occupy a number of premises through lease or licensing arrangements. For further information, please refer to the section headed “Property Valuation Report” in Appendix III to this prospectus.

SUPPLIERS AND CUSTOMERS

Our major suppliers are construction material suppliers and construction contractors, and the five largest suppliers accounted for approximately 14.6%, 12.3% and 16.6% of our total purchases for each of the three years ended December 31, 2009, 2010 and 2011, respectively. Our single largest supplier for each of the three years ended December 31, 2009, 2010 and 2011 accounted for approximately 4.1%, 3.7% and 5.0% of our purchases, respectively. Our five largest customers accounted for approximately 1.3%, 1.4% and 2.8% of our total revenue for each of the three years ended December 31, 2009, 2010 and 2011, and our largest customer accounted for approximately 0.4%, 0.5% and 1.7%, respectively, of our total revenue during those periods.

None of our Directors, their associates or any Shareholders which, to the knowledge of our Directors, owns more than 5% of our share capital as of the Latest Practicable Date, has any interest in any of our largest suppliers and customers aforementioned.

AWARDS AND RECOGNITIONS

Over the past years, we have received widespread recognition from authoritative industry associations. The table below sets out some of the awards we received in respect of our property development operations:

<u>Date</u>	<u>Recipient/project</u>	<u>Award/recognition</u>	<u>Awarding body</u>
<i>Corporate level awards</i>			
July 2012	Future Land Holdings	Ranked 22nd Among the Top 50 of "2012 1st Half Real Estate Enterprise in terms of Contracted Sales" (2012年上半年中國房地產企業銷售金額50強)	China Real Estate Information Group (中國房地產信息集團), China Real Estate Evaluation Center (中國房地產測評中心)
July 2012	Future Land Holdings	Ranked 23rd Among the Top 50 of "2012 1st Half Real Estate Enterprise in terms of Contracted GFA" (2012年上半年中國房地產企業銷售面積50強)	China Real Estate Information Group (中國房地產資訊集團), China Real Estate Evaluation Center (中國房地產測評中心)
March 2012	Future Land Holdings	Ranked 1st Among the "2012 Top 500 China Real Estate Enterprises in terms of Growth Potential" (2012中國房地產500強 – 發展潛力)	www.fangchan.com (中房網)
March 2012	Future Land Holdings	Ranked 19th Among the "2012 Top 100 China Real Estate Enterprises" (2012中國房地產百強企業)	The Top 10 China Real Estate Research Group (中國房地產Top 10研究組) ⁽¹⁾

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Date	Recipient/project	Award/recognition	Awarding body
March 2012	Future Land Holdings	Ranked 20th in the “2012 Top 500 Developing China Real Estate Enterprises Evaluation” (2012年中國房地產開發企業五百強測評)	China Real Estate Research Association (中國房地產研究會), China Real Estate Industry Federation (中國房地產產業協會) and China Real Estate Evaluation Center (中國房地產測評中心)
March 2012	Future Land Holdings	Ranked 19th Among the Top 100 of “2012 Top 500 China Real Estate Enterprises” (2012中國房地產500強(100強))	www.fangchan.com (中房網)
March 2012	Future Land Holdings	Ranked 7th Among the Top 10 of the “2012 Top 100 China Real Estate Enterprises in terms of Profitability” (2012中國房地產百強企業 – 盈利性10強)	The Top 10 China Real Estate Research Group (中國房地產Top 10研究組) ⁽¹⁾
March 2012	Future Land Holdings	Ranked 4th Among the Top 10 of the “2012 Top 100 China Real Estate Enterprises in terms of Growth Potential” (2012中國房地產百強企業 – 成長性10強)	The Top 10 China Real Estate Research Group (中國房地產Top 10研究組) ⁽¹⁾
March 2012	Future Land Holdings	Ranked 4th Among the Top 10 of the “2012 Top 100 China Real Estate Enterprises in terms of Operating Efficiency” (2012中國房地產百強企業 – 運營效率10強)	The Top 10 China Real Estate Research Group (中國房地產Top 10研究組) ⁽¹⁾
March 2012	Future Land Holdings	Ranked 4th Among the Top 10 of the “2012 Top 500 China Real Estate Enterprises in terms of Operating Efficiency” (2012中國房地產500強運營效率10強)	www.fangchan.com (中房網)
March 2012	Future Land Holdings	Ranked 4th Among the “2012 Top 10 Developing China Real Estate Enterprises in terms of Operating Efficiency” (2012中國房地產開發企業運營效率10強)	China Real Estate Research Association (中國房地產研究會), China Real Estate Industry Federation (中國房地產產業協會) and China Real Estate Evaluation Center (中國房地產測評中心)

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Date	Recipient/project	Award/recognition	Awarding body
January 2012	Future Land Holdings	Ranked 24th Among the Top 50 of “2011 Real Estate Enterprise in terms of Contracted Sales” (2011年房企銷售金額 50強)	China Real Estate Information Group (中國房地產信息集團), China Real Estate Evaluation Center (中國房地產測評中心)
January 2012	Future Land Holdings	Ranked 20th Among the Top 50 of “2011 Real Estate Enterprise in terms of Contracted GFA” (2011年房企銷售面積 50強)	China Real Estate Information Group (中國房地產信息集團), China Real Estate Evaluation Center (中國房地產測評中心)
December 2011	Future Land Holdings	2011 Shanghai Most Appealing Housing Brand Enterprise (2011上海最具號召力品牌房企)	The 8th China Real Estate Internet Popularity Evaluation Committee – www.SouFun.com (第八屆中國房地產網絡人氣榜組委會 – www.SouFun.com)
November 2011	Future Land Holdings	China Well-Known Trademark (中國馳名商標)	People’s Republic of China – State Administration for Industry and Commerce, Trademark Office (中華人民共和國 – 國家工商行政管理總局商標局)
November 2011	Future Land Holdings	2010 Top 50 Real Estate Enterprise in Jiangsu Province (2010年江蘇省房地產“50強”企業)	Jiangsu Real Estate Association (江蘇省房地產協會)
September 2011	Future Land Holdings	Top 20 Valuable Real Estate Development Brands in China (中國房地產開發企業品牌價值 20強)	China Real Estate Research Association (中國房地產研究會), China Real Estate Industry Federation (中國房地產業協會), China Real Estate Evaluation Center (中國房地產測評中心)
September 2011	Future Land Holdings	Ranked 1st Among the “2011 Top 10 Valuable Real Estate Brands in Eastern China” (2011中國華東房地產公司品牌價值 Top 10)	The Top 10 China Real Estate Research Group (中國房地產 Top 10研究組) ⁽¹⁾
August 2011	Future Land Holdings	Ranked 140th Among the “2011 China Top 500 Private Enterprises” (2011中國民營企業500強)	All-China Federation of Industry & Commerce (中華全國工商業聯合會)

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Date	Recipient/project	Award/recognition	Awarding body
June 2011	Jiangsu Future Land	2011 China Listed Real Estate Company – Top 10 in terms of Economic Value Added (2011 滬深上市房地產公司財富創造能力Top 10)	The Top 10 China Real Estate Research Group (中國房地產Top 10研究組) ⁽¹⁾
June 2011	Jiangsu Future Land	China Top 20 Responsible Property Developers (中國責任地產Top 20)	China Construction Press (中國建設報社)
March 2011	Future Land Holdings	Ranked 1st Among the “2011 Development Enterprises in China in terms of Growth Potential” (2011年中國房地產開發企業發展潛力 Top 10)	China Real Estate Research Association (中國房地產研究會), China Real Estate Industry Federation (中國房地產產業協會) and China Real Estate Evaluation Center (中國房地產測評中心)
March 2011	Future Land Holdings	2011 Top 20 Real Estate Development Enterprise in China Award (2011年中國房地產開發企業 20強)	China Real Estate Research Association (中國房地產研究會), China Real Estate Industry Federation (中國房地產產業協會) and China Real Estate Evaluation Center (中國房地產測評中心)
March 2011	Future Land Holdings	2011 China Top 100 Real Estate Developers – Top 10 Developers in terms of Operating Efficiency (2011中國房地產百強企業 – 運營效率 Top 10)	The Top 10 China Real Estate Research Group (中國房地產 TOP 10研究組) ⁽¹⁾
March 2011	Jiangsu Future Land	Ranked 4th in terms of Operating Efficiency Among the 2011 Top 500 China Property Development Enterprise (2011中國房地產開發企業 500強)	China Real Estate Research Association (中國房地產研究會), China Real Estate Industry Association (中國房地產產業協會) and China Real Estate Appraisal Centre (中國房地產測評中心)
March 2011	Jiangsu Future Land	2011 China Top 100 Real Estate Developers – Top 10 Developers in terms of Growth Potential (2011中國房地產百強企業 – 成長性Top 10)	The Top 10 China Real Estate Research Group (中國房地產Top 10研究組) ⁽¹⁾
March 2011	Jiangsu Future Land	2011 China Top 100 Real Estate Developers – Top 10 Developers in terms of Profitability (2011中國房地產百強企業 – 盈利性Top 10)	The Top 10 China Real Estate Research Group (中國房地產Top 10研究組) ⁽¹⁾

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Date	Recipient/project	Award/recognition	Awarding body
December 2010	Jiangsu Future Land	Ranked 1st in terms of Overall Strength Among Top 50 Property Developers in Jiangsu Province for 2009 (2009江蘇省房地產業綜合實力“50強”企業)	Jiangsu Real Estate Association (江蘇省房地產協會)
December 2010	Jiangsu Future Land	2009 Top 50 Real Estate Enterprise in Jiangsu Province (2009江蘇省房地產業“50強”企業)	Jiangsu Real Estate Association (江蘇省房地產協會)
September 2010	Jiangsu Future Land	Ranked 1st Among the “2010 Top 10 Valuable Real Estate Brands in Eastern China” (2010中國華東房地產公司品牌價值 Top 10)	The Top 10 China Real Estate Research Group (中國房地產 Top 10研究組) ⁽¹⁾
November 2009	Jiangsu Future Land	Ranked 1st in terms of Overall Strength Among Top 50 Property Developers in Jiangsu Province for 2008 (2008江蘇省房地產業綜合實力“50強”企業)	Jiangsu Real Estate Association (江蘇省房地產協會)
November 2009	Jiangsu Future Land	2008 Top 50 Real Estate Enterprise in Jiangsu Province (2008江蘇省房地產業“50強”企業)	Jiangsu Real Estate Association (江蘇省房地產協會)
October 2009	Jiangsu Future Land	2009 Excellent Employer Enterprise in China (2009中國優秀僱主企業)	International Human Resource Management Association (國際人力資源管理協會)
March 2009	Jiangsu Future Land	2009 China Top 100 Real Estate Developers – Top 10 Developers in terms of Operating Efficiency (2009中國房地產百強企業 – 運營效率 Top 10)	The Top 10 China Real Estate Research Group (中國房地產 Top10研究組) ⁽¹⁾
November 2008	Jiangsu Future Land	2007 Top 50 Real Estate Enterprise in Jiangsu Province (2007 江蘇省房地產業“50強”企業)	Jiangsu Real Estate Association (江蘇省房地產協會)
October 2008	Jiangsu Future Land	2008 Top 10 Best Employers in China (2008中國行業十佳僱主企業)	International Human Resource Management Association (國際人力資源管理協會)
September 2008	Jiangsu Future Land	Ranked 1st in terms of Overall Strength Among All Property Developers in Jiangsu Province for 2007	Jiangsu Real Estate Association (江蘇省房地產協會)

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Date	Recipient/project	Award/recognition	Awarding body
March 2008	Jiangsu Future Land	Ranked 1st Among the “2008 Top 10 Valuable Real Estate Brands in Eastern China” (2008中國華東房地產公司品牌價值 Top 10)	The Top 10 China Real Estate Research Group (中國房地產 Top10研究組) ⁽¹⁾
December 2007	Jiangsu Future Land	Ranked 1st in terms of Overall Strength Among All Property Developers in Jiangsu Province for 2006	Jiangsu Real Estate Association (江蘇省房地產協會)
December 2007	Jiangsu Future Land	2006 Top 50 Real Estate Enterprise in Jiangsu Province (2006 江蘇省房地產業 “50強”企業)	Jiangsu Real Estate Association (江蘇省房地產協會)
October 2007	Jiangsu Future Land	2007 Top 10 Best Employers in China (2007中國行業十佳僱主企業)	International Human Resource Management Association (國際人力資源管理協會)
March 2007	Jiangsu Future Land	Ranked 1st Among the “2007 Top 10 Valuable Real Estate Brands in Eastern China” (2007中國華東房地產公司品牌價值 Top 10)	The Top 10 China Real Estate Research Group (中國房地產 Top10研究組) ⁽¹⁾
December 2006	Jiangsu Future Land	Ranked 1st in terms of Overall Strength Among All Property Developers in Jiangsu Province for 2005	Jiangsu Real Estate Association (江蘇省房地產協會)
December 2005	Jiangsu Future Land	Ranked 2nd in terms of Overall Strength Among All Property Developers in Jiangsu Province for 2004	Jiangsu Real Estate Association (江蘇省房地產協會)
January 2005	Jiangsu Future Land	Ranked 2nd in terms of Overall Strength Among All Property Developers in Jiangsu Province for 2003	Jiangsu Real Estate Association (江蘇省房地產協會)
Project Level Awards			
December 2011	Changsha Future Land International Metropolis	2011 Architectural Culture Award – Award of Excellence (2011建築文化獎 – 優秀獎)	Beijing Jingrui Housing Technology Foundation (北京精瑞住宅科技基金會)
December 2011	Changzhou Injoy International Plaza	2011 Community Planning Award – Award of Excellence (2011住區規劃獎 – 優秀獎)	Beijing Jingrui Housing Technology Foundation (北京精瑞住宅科技基金會)

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Date	Recipient/project	Award/recognition	Awarding body
December 2010	Future Capital	Green Ecology Architecture Award – Award of Excellence (綠色生態建築獎 – 優秀獎)	Beijing Jingrui Housing Technology Foundation (北京精瑞住宅科技基金會)
December 2010	Future Capital	Scenery Planning and Design Award – Award of Excellence (景觀規劃設計獎 – 優秀獎)	Beijing Jingrui Housing Technology Foundation (北京精瑞住宅科技基金會)
December 2010	Future Capital	Architectural Planning and Design Award – Award of Excellence (建築規劃設計獎 – 優秀獎)	Beijing Jingrui Housing Technology Foundation (北京精瑞住宅科技基金會)
December 2010	Future Land Glorious View Garden	Architectural Planning and Design Award – Award of Excellence (建築規劃設計獎 – 優秀獎)	Beijing Jingrui Housing Technology Foundation (北京精瑞住宅科技基金會)
December 2010	Future Land Glorious View Garden	Architectural Culture Award – Award of Excellence (建築文化獎 – 優秀獎)	Beijing Jingrui Housing Technology Foundation (北京精瑞住宅科技基金會)
December 2010	New Golden Town	Jiangsu Excellent Residential Property and Model Housing Award (江蘇優秀住宅及成品住房示範工程)	Jiangsu Province Department of Housing and Urban-Rural Development, and Housing & Real Estate Promotion Center (江蘇省住房和城鄉建設廳，住宅與房地產業促進中心)
July 2009	Future Land Glorious View Garden	2009 Shanghai Four Best Communities Award in terms of Energy Conservation and Land Efficiency (2009年度創建上海市節能省地型“四高”優秀社區)	Shanghai Housing Security and Housing Management Authority (上海市住房保障和房屋管理局)
March 2009	Future Land Glorious View Garden	Jingrui Science and Technology Award (精瑞科學技術獎)	People's Republic of China – Department of Science and Technology (中華人民共和國科學技術部)
March 2009	Future Capital	Jingrui Science and Technology Award (精瑞科學技術獎)	People's Republic of China – Department of Science and Technology (中華人民共和國科學技術部)

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Date	Recipient/project	Award/recognition	Awarding body
January 2008	Future Land Glorious View Garden	Shanghai Excellent Residential Property Design Award (Small to Medium Sized Residential Units) (第五屆“上海市優秀住宅” 上海市優秀住宅・中小房型設計獎)	Shanghai Real Estate Industry Association (上海市房地產行業協會)
December 2007	Clear Water Garden (Phase 1 & 2)	2007 Shanghai Four Best Communities Award in terms of Energy Conservation and Land Efficiency (2007年度創建上海市節能省地型“四高”優秀社區)	Shanghai Housing and Land Resource Management Authority (上海市房屋土地資源管理局)
March 2007	Future Land Maple Garden (Phase 2)	Four Best Communities Award (“四高”優秀社區)	Shanghai Construction Committee (上海市建委)

- (1) The Top 10 China Real Estate Research Group (中國房地產 TOP 10研究組) comprises the Enterprise Research Institute of the Development Research Centre of the State Council (國務院發展研究中心企業研究所), Tsinghua University Real Estate Research Institute (清華大學房地產研究所) and China Index Research Institute (中國指數研究院).

COMPETITION

The property market in China is highly fragmented. Our existing and potential competitors include major domestic developers and, to a lesser extent, foreign developers primarily from Asia, including leading developers from Hong Kong. We compete with them in relation to a number of factors, including the acquisition of land, brand recognition, financial resources, price, product quality, service quality and other factors. Some of these competitors may have better track records, greater financial, human and other resources, larger sales networks and greater brand recognition.

In particular, the residential property and mixed-use complex markets in the Yangtze River Delta have been highly competitive in recent years. Property developers from the PRC and overseas have entered the property development markets in Changzhou, Nanjing, Suzhou, Kunshan, Wuxi, Shanghai and other cities in the Yangtze River Delta. The rapid development of major cities in Jiangsu Province and Shanghai in recent years has led to a diminishing supply of undeveloped land in desirable locations in the Yangtze River Delta. Moreover, the PRC government has implemented policies tightly controlling the amount of new land available for development. These factors have increased competition and land grant premiums in relation to land made available for development. According to a report by the China Index Academy, we ranked:

- first in Jiangsu Province in 2009 and 2010 and second in 2011 in terms of contracted sales;
- first in Changzhou, in terms of both contracted sales and GFA sold of commodity properties in 2009, 2010 and 2011;
- among the top ten property developers in Shanghai in terms of contracted GFA of residential properties in 2010 and 2011; and
- among the top five property developers in each of Qingpu District and Jiading District in Shanghai in terms of both contracted sales and GFA sold of residential properties in 2010 and 2011.

We believe that, with our rapid asset turnover model, diversified product portfolio and strategic focus on middle class customers, we have demonstrated resiliency to market changes and competition. Further, given our premium brand and strong execution capabilities, we believe we can react promptly to the challenges in the PRC property market. For further information, please refer to the section headed “Risk Factors – Risks Relating to the Property Industry in China – We face intense competition” in the “Risk Factors” in this prospectus.

CHALLENGING MARKET CONDITIONS AND IMPACT ON OUR OPERATIONS

Since January 2011, the PRC government has introduced a number of industry policies and measures to manage the potential overheating of the property sector, such as raising interest rates and bank reserve ratios, strengthening property purchase restrictions, increasing the supply of low-income housing units and increasing taxes and duties on property transfers. These measures created downward pricing pressures on the PRC property market in second half of 2011. Transaction volumes remained low and inventory levels remained high in the first half of 2012. For further information, please see the sections headed “Industry Overview – Regulatory Milestones of the PRC Property Industry”, “Risk Factors – Risk Related to the Our Industry – The PRC property market is heavily regulated and subject to frequent introduction of new regulations which may adversely affect property developers, including further measures by the PRC government to slow down the growth of the property sector” and the section headed “Summary of Principal Legal and Regulatory Provisions” in Appendix V to this prospectus.

The transaction volumes for properties in most cities in which we operate experienced significant decline between September 2011 and January 2012. Property prices also decreased correspondingly during the same period, but to a lesser and varying extent in different cities, as market players began launching a wide range of promotional initiatives, including but not limited to different forms of price reduction offers, to stimulate demand for properties in the market. Transaction volumes remained low and inventory levels remained high in the first half of 2012. According to a report issued by the National Bureau of Statistics, the total GFA sold and total property sales in China in the six months ended June 30, 2012 decreased by 10.0% and 5.2%, respectively, as compared with those in the six months ended June 30, 2011. In view of the challenging market conditions, we responded strategically by adapting our pricing strategy in the fourth quarter of 2011 to focus our sales efforts on smaller-sized and lower-priced units that target the mass market segment, which is less impacted by property purchase restrictions, to achieve our cash receipts targets. We also deferred the pre-sale schedule of some of our projects.

















Furthermore, after an in-depth review of the average selling prices of properties in the areas where we have projects under development, our Directors are of the view that, as of December 31, 2011, the market prices, and correspondingly our estimated total recoverable amounts, of the properties comprising our Future Land Consequence Project in Changzhou, Legend Mansion Project in Shanghai and the car parks in a number of our other projects under development were lower than the respective carrying amounts of such properties and car parks. In accordance with our accounting policies, we recorded a total impairment loss of RMB398.7 million with respect to such projects for the year ended December 31, 2011. For further information, please refer to the section headed “Financial Information – Certain Income Statement Items – Cost of Sales” in this prospectus.

As the PRC government had not introduced further major tightening policies or measures since January 2012, the PRC property market began to show signs of recovery towards the end of the first half of 2012. For further information, please refer to the section headed “Industry Overview – Overview of the PRC Property Market – Recent Development of the PRC Property Market” in this prospectus. However, we cannot assure you that the PRC government will not

adopt additional and more stringent industry policies, regulations and measures in the future. It is impossible to ascertain the extent of the impact of these measures or to accurately estimate what our sales volume and turnover might have been had the measures not been introduced. If we fail to adapt our operations to new policies, regulations or measures that may come into effect from time to time, or if our marketing and pricing strategies are ineffective in promoting our contracted sales, such policy changes may dampen our contracted sales and cause us to lower our average selling prices and incur additional costs, in which case our operating cash flows, gross profit margin, business prospects, results of operations and financial condition may be materially and adversely affected.

The prospect of the PRC property market is highly uncertain and volatile. You should read carefully the sections headed “Risk Factors – Risks Relating to Our Business – Our operations are subject to extensive government policies and regulations and, in particular, we are susceptible to changes in policies related to the PRC property industry and in regions in which we operate”, “Risk Factors – Risks Relating to the Property Industry in China – The PRC property market is heavily regulated and subject to frequent introduction of new regulations, including further measures by the PRC government to slow down the growth of the property sector, which may adversely affect property developers” and the entire “Risk Factors” section in this prospectus, before you decide to invest in the Offer Shares.

INTELLECTUAL PROPERTY

We conduct our business under the “ 未来控股”, “”, “”, “ 新城”, “ 新城”, “ 富域”, “ 新城万嘉”, “ 新城别墅”, “ 新城”, “”, “ 新城”, “ 新城”, “ 新城”, “ 新城地产” and “ 新城集团” trademarks for which we have registered in the PRC. We have also applied for registration of our “ 未来控股” trademark in Hong Kong. We are also the registered owner of the domain names “futureholdings.com.cn” and “www.900950.com”. Further details of our intellectual property rights are set out in the section headed “Statutory and General Information – Further Information About Our Business – Intellectual Property” in Appendix VII to this prospectus.

As of the Latest Practicable Date, we were not aware of any infringement (i) by us of any intellectual property rights owned by third parties, or (ii) by any third parties of any intellectual property rights owned by us.

INSURANCE

We maintain assets insurance policies for our properties and assets and carry employer’s liability insurance for medical and related expenses that our employees may incur as a result of personal injuries at their workplaces or on the construction sites of our property developments. We also maintain insurance policies including property all-risk insurance and public liability insurance, with respect to our investment properties, including insurance coverage for damages arising from or in connection with the occurrence of an earthquake.

According to applicable PRC laws and regulations, property developers are not required to maintain insurance coverage in respect of their property development operations. As such, we do not maintain and do not require our construction contractors to maintain insurance coverage on our properties developed for sale other than with respect to those developments over which our lending banks have security interests, or for which we are required to maintain insurance coverage under the relevant loan agreements.

Under PRC laws, construction companies as employers are required to purchase insurance for their construction workers. As we engage third-party contractors to carry out construction for our projects, we currently do not maintain such insurance ourselves.

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We do not maintain insurance policies for properties that have been delivered to our customers. Instead, the respective property management companies of each of our projects maintain all property risk insurance and public liability insurance for common areas and amenities of these properties.

Our Directors are of the view that the insurance coverage of our Group is adequate and is in line with customary industry practices of property developers and is adequate. However, there are risks for which we do not have sufficient or any insurance coverage for losses, damages and liabilities that may arise in our business operations. Please see the section headed “Risk Factors-Risks Related to Our Business-Our current insurance coverage may not be adequate to cover all risks related to our operations” in this prospectus for details.

ENVIRONMENTAL MATTERS

Property developers in China are subject to a number of environmental laws and regulations including the Environment Protection Law of the PRC (《中華人民共和國環境保護法》), the Prevention and Control of Noise Pollution Law of the PRC (《中華人民共和國環境噪聲污染防治法》), the Environmental Impact Assessment Law, and Administrative Regulations on Environmental Protection in relation to Construction Projects. Please refer to the section headed “Summary of Principal Legal and Regulatory Provisions – Environmental protection” in Appendix V to this prospectus for details of these environmental laws and regulations. For each of the three years ended December 31, 2009, 2010 and 2011 and the six months ended June 30, 2012, we incurred approximately RMB17.0 million, RMB20.0 million, RMB26.8 million and RMB15.5 million, respectively, as the annual cost of compliance in respect of applicable environmental rules and regulations. Our Directors expect that we will continue to incur compliance costs with applicable environmental rules and regulations at a similar rate. During the Track Record Period, no fines or penalties for non-compliance of PRC environmental laws and regulations were imposed on us. As of the Latest Practicable Date, we had not encountered any material issues in passing inspections conducted by the relevant environmental authorities upon completion of our properties. As advised by our PRC legal adviser, we are in compliance in all material respects with applicable environmental laws and regulations in China and we have obtained all required approvals in relation to the environmental impact reports for our property development projects.

LABOUR AND SAFETY

Property developers in China are subject to various PRC laws and regulations with respect to labour, health, safety, insurance, and accidents, including the Labour Law of the PRC (《中華人民共和國勞動法》), the Labour Contract Law of the PRC (《中華人民共和國勞動合同法》), the Interim Regulations on Collection and Payment of Social Insurance Premiums (《社會保險費徵繳暫行條例》), the Regulations on Work-related Injury Insurances (《工傷保險條例》), the Regulations on Unemployment Insurance (《失業保險條例》), the Trial Procedures for Childbirth Insurance for Enterprise Employees (《企業職工生育保險試行辦法》), Safety Production Law of the PRC (《中華人民共和國安全生產法》) and other related regulations, rules and provisions issued by the relevant governmental authorities from time to time, for our operations in the PRC.

Our PRC legal adviser has advised that, during the Track Record Period, there was no material violation of currently applicable PRC labour and safety regulations nor were there any material employee safety issues involving our Group. During the Track Record Period, no fines or penalties for non-compliance of PRC labour and safety laws and regulations were imposed on us. Our human resources department is responsible for dealing with employees’ safety and security matters. Measures taken by us to comply with the applicable laws and regulations include:

- requiring the contractors to prepare work safety implementation plans;

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- requiring the contractors to comply with our onsite work safety requirements, paying for work safety related expenses;
- distributing work safety protective gear to workers;
- imposing a contractual obligation on the contractors to comply with work safety guidelines;
- appointing experienced personnel to conduct weekly work safety inspections and supervision; and
- ensuring that workers have the prerequisite qualifications for any special construction work.

COMPLIANCE

Lease Registration

During the Track Record Period, we failed to register some of the lease agreements we entered into. We have been taking proactive actions to rectify such non-compliance and aim to register all of our lease agreements entered into with our lessors or lessees. As of the Latest Practicable Date, five of the lease agreements we entered into had not been registered with the relevant government authority. We are advised by our PRC legal advisers that the lack of registration will not affect the validity and enforceability of lease agreements. However, the relevant government authorities may impose a maximum fine of RMB10,000 for each unregistered lease agreement. In the worst case scenario, we may be subject to a maximum penalty of RMB50,000 as a result of our failure to register five of our lease agreements as of the Latest Practicable Date. The registration of these lease agreements, of which we are lessees, requires additional steps to be taken by the respective lessors which may be beyond our control. We are actively liaising with the respective lessors and the relevant governmental authorities to take all necessary actions to complete the registration of all such leases.

Idle Land

On June 21, 2012, we acquired 100% of the equity interest in Shanghai Fuming, which holds land use rights to the land parcels that comprise our Baiyin Road A11-4 Land Parcel Project (the “**A11-4 Land Parcels**”). The A11-4 Land Parcels are expected to have a total GFA of 70,732 sq.m., and are located between the land parcels that comprise our Park View International Community A Project and Park View International Community B Project.

Prior to the acquisition, we conducted thorough due diligence on the A11 Land Parcels, Shanghai Fuming and Shanghai Jiading Xincheng Development Co., Ltd., the vendor in the acquisition, through which we became aware that the A11-4 Land Parcels had been in an idle condition since July 5, 2011. The land grant contract of the A11 Land Parcels required the holder of the land use rights to commence construction before July 5, 2011, but construction over such land parcels had not commenced by the time of our acquisition.

Although the A11-4 Land Parcels were in idle condition at the time of our requisition, we believed that the development of the A11-4 Land Parcels would enable our Group to expand its presence in the fast-developing residential district of Jiading District and to leverage on our reputation, connections and resources committed and lined up in the proximity of Park View International Community.

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Our decision to acquire the A11-4 Land Parcels was made after due consideration of the risks relating to the idle condition of the A11-4 Land Parcels and the commercial benefits associated with the acquisition and development of the A11-4 Land Parcels. To mitigate the risks associated with the acquisition of the idle land, we entered into an agreement with Shanghai Jiading Xincheng Development Co., Ltd., pursuant to which Shanghai Jiading Xincheng Development Co., Ltd., agreed to bear any penalty that may be imposed on us as a result of the failure to commence construction before July 5, 2011. Our PRC advisers have advised us that such agreement is valid, binding and legally enforceable under PRC laws. Shanghai Jiading Xincheng Development Co., Ltd. is a wholly state-owned company with a registered capital of RMB2.1 billion. Accordingly, our Directors are not aware of any circumstances under which Shanghai Jiading Xincheng Development Co., Ltd. would not be able to honor its undertaking in such agreement. Our Directors believed the risks of our Group having to bear any penalty resulting from the idle condition of the A11-4 Land Parcels are remote and therefore it is not necessary to make any provision for such penalties in the “Accountant’s Report”.

Since the completion of our acquisition of Shanghai Fuming, we have applied for and obtained the construction land planning permit for the aforesaid land parcels. Accordingly, our PRC advisers have advised us that the risk of the relevant authorities imposing any penalties against us is remote. As of August 31, 2012, we had incurred RMB311.2 million of costs for the A11-4 Land Parcels, and the A11-4 Land Parcels were assessed by DTZ, our property valuer, to have a value of RMB503.0 million. As of the Latest Practicable Date, we had obtained all licences, permits and certificates required for and had commenced the development of the A11-4 Land Parcels.

Save as disclosed above, we were advised by our PRC legal advisers that as of the Latest Practicable Date, we had complied, with all relevant and applicable PRC laws and regulations governing the business of property development and management in all material respects and have obtained all licences, permits and certificates required to carry out our business. In particular, we have not, during the Track Record Period and up to the Latest Practicable Date, been subject to any fine or penalty by the relevant authorities as a result of any infringement of the relevant property development laws and regulations.

LEGAL PROCEEDINGS

As a property developer in the PRC, we are subject to legal or arbitration proceedings, disputes or claims in the ordinary course of business. During the Track Record Period, we were involved in litigation proceedings concerning the quality of our products and services or contractual arrangements with our contractors, business associates and joint venture partners. Each of these proceedings has been settled as of the Latest Practicable Date or is, in our view, immaterial in terms of their impact on our financial and operational conditions.

None of our Directors has been or is currently subject to any legal proceedings, legal disputes or arbitration procedures.

Save as disclosed herein, to our knowledge, there is no other litigation or claim of material importance pending or threatened against any member of our Group.