

Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the prospectus (the "Prospectus") dated June 28, 2013 issued by Modern Land (China) Co., Limited (the "Company").

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. Potential investors should read the Prospectus for detailed information about the Global Offering described below before deciding whether or not to invest in the Offer Shares.

This announcement is not an offer to sell, or a solicitation of an offer to buy, any securities (the "Shares") of the Company in the United States or in any other jurisdictions or an invitation to engage in any investment activity with respect to securities or investments of any kind. The Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the "Securities Act") or any state securities laws of the United States, and may not be offered or sold in the United States except pursuant to an effective registration statement or in accordance with an available exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. The Company has not and does not intend to make any public offer of the shares in the United States.

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



## MODERN LAND (CHINA) CO., LIMITED

當代置業（中國）有限公司

(incorporated in the Cayman Islands with limited liability)

### GLOBAL OFFERING

Number of Offer Shares	: 400,000,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	: 40,000,000 Shares (subject to adjustment)
Number of International Placing Shares	: 360,000,000 Shares (subject to adjustment and the Over-allotment Option)
Maximum Offer Price	: HK\$2.36 per Offer Share payable in full on application in Hong Kong dollars, subject to refund, plus brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%
Nominal Value	: US\$0.01 per Share
Stock Code	: 1107

Sole Sponsor



Joint Global Coordinators



Joint Bookrunners



Application has been made by the Company to the Listing Committee of the Stock Exchange for the granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued as described in the Prospectus (including the additional shares which may be issued upon the exercise of the Over-allotment Option, and the exercise of the options which may be granted under the Share Option Scheme).

Subject to the granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued as described in the Prospectus on the Stock Exchange, as well as compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Shares on the Stock Exchange or any other date HKSCC chooses. All necessary arrangements have been made for the Offer Shares to be admitted into CCASS. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day.

The Global Offering comprises (i) the Hong Kong Public Offer of initially 40,000,000 Shares (subject to adjustment) and the International Placing of initially 360,000,000 Shares (subject to adjustment and the Over-allotment Option) representing 10% and 90% of the Offer Shares initially available under the Global Offering respectively; and (ii) up to 60,000,000 additional Shares representing 15% of the number of Shares initially available under the Global Offering which may be issued upon exercise of the Over-allotment Option. The allocation of the Shares between the Hong Kong Public Offer and the International Placing is subject to adjustment as stated in the section headed “Structure of the Global Offering” in the Prospectus. In the event the Over-allotment Option is exercised, an announcement will be available at the websites of the Company at [www.mgreen.hk](http://www.mgreen.hk) and the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

The Offer Price will not be more than HK\$2.36 per Offer Share and is expected to be not less than HK\$1.49 per Offer Share. Applicants for the Hong Kong Offer Shares are required to pay, upon application, the maximum Offer Price of HK\$2.36 per Offer Share together with a brokerage fee of 1.0%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$2.36 per Offer Share.

**Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions of the Prospectus and the Application Forms.**

Applicants who would like to be allocated the Hong Kong Offer Shares in their own names should complete and sign the **WHITE** Application Forms or submit applications online through the designated website of the **HK eIPO White Form** Service Provider at [www.hkeipo.hk](http://www.hkeipo.hk) under the **HK eIPO White Form** service. Applicants who would like to have the allocated Hong Kong Offer Shares issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants should (i) complete and sign the **YELLOW** Application Forms; or (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours in the same period from 9:00 a.m. on Friday, June 28, 2013 until 12:00 noon on Thursday, July 4, 2013 (or such later time as may apply as described in the section headed “How to Apply for the Hong Kong Offer Shares – II. Applying by using a WHITE or YELLOW Application Form – 7. Effect of bad weather on the opening of the application lists” in the Prospectus) at:

1. any of the following addresses of the Hong Kong Underwriters:

**Daiwa Capital Markets Hong Kong Limited** at Level 28, One Pacific Place, 88 Queensway, Hong Kong

**China Merchants Securities (HK) Co., Limited** at 48/F., One Exchange Square, Central, Hong Kong

**RHB OSK Securities Hong Kong Limited** at 12/F World-Wide House, 19 Des Voeux Road Central, Central, Hong Kong

**SBI E2-Capital Financial Services Limited** at Unit A2 32/F United Centre, 95 Queensway, Hong Kong

**Haitong International Securities Company Limited** at 22/F Li Po Chun Chambers, 189 Des Voeux Road Central, Hong Kong

**Fulbright Securities Limited** at 25-26/F LHT Tower, 31 Queen's Road Central, Hong Kong

2. any of the following branches of **Bank of China (Hong Kong) Limited**:

	<b>Branch name</b>	<b>Branch address</b>
<b>Hong Kong Island:</b>	Bank of China Tower Branch	3/F, 1 Garden Road
	409 Hennessy Road Branch	409-415 Hennessy Road, Wan Chai
	United Centre Branch	Shop 1021, United Centre, 95 Queensway
	Shek Tong Tsui Branch Central District (Wing On House) Branch	534 Queen's Road West, Shek Tong Tsui 71 Des Voeux Road Central
	Chai Wan Branch	Block B, Walton Estate, 341-343 Chai Wan Road, Chai Wan
<b>Kowloon:</b>	Metro City Branch	Shop 209, Level 2, Metro City Phase 1, Tseung Kwan O
	Kowloon Plaza Branch	Unit 1, Kowloon Plaza, 485 Castle Peak Road
	Mong Kok Branch	589 Nathan Road, Mong Kok
	Hoi Yuen Road Branch	55 Hoi Yuen Road, Kwun Tong
<b>New Territories:</b>	Kau Yuk Road Branch	18-24 Kau Yuk Road, Yuen Long
	Castle Peak Road (Tsuen Wan) Branch	201-207 Castle Peak Road, Tsuen Wan

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, June 28, 2013 until 12:00 noon on Thursday, July 4, 2013 at:

- (i) the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong; or
- (ii) your stockbroker, who may have such **YELLOW** Application Forms and the Prospectus available.

Applicants applying by **HK eIPO White Form** may submit their applications to the **HK eIPO White Form** Service Provider through the designated website at [www.hkeipo.hk](http://www.hkeipo.hk) from 9:00 a.m. on Friday, June 28, 2013 until 11:30 a.m. on Thursday, July 4, 2013 (24 hours daily, except on the last application day) (or such later date as described in the section headed “How to Apply for Hong Kong Offer Shares – II. Applying by using a **WHITE** or **YELLOW** Application Form – 7. Effect of bad weather on the opening of the application lists” in the Prospectus).

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Friday, June 28, 2013 until 12:00 noon on Thursday, July 4, 2013 (or such later date as described in the section headed “How to Apply for Hong Kong Offer Shares – II. Applying by using a **WHITE** or **YELLOW** Application Form – 7. Effect of bad weather on the opening of the application lists” in the Prospectus).

Please refer to the “Structure of the Global Offering” and “How to Apply for Hong Kong Offer Shares” sections of the Prospectus for details of the conditions and procedures of the Hong Kong Public Offer.

The Company expects to announce (i) the final Offer Price; (ii) the level of indication of interests in the International Placing; (iii) the level of applications in the Hong Kong Public Offer; and (iv) the basis of allotment of the Hong Kong Offer Shares on the website of the Company at [www.mgreen.hk](http://www.mgreen.hk) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) on or before Thursday, July 11, 2013.

Results of allocations in the Hong Kong Public Offer, including the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants (where appropriate) under the Hong Kong Public Offer, will be made available at the times and dates in the manner as described in the section headed “How to Apply for Hong Kong Offer Shares – VI. Publication of Results” in the Prospectus.

The Company will not issue temporary documents of title. No receipt will be issued for application monies received. Share certificates will only become valid documents of title provided that the Global Offering has become unconditional in all respects and the Underwriting Agreements have not been terminated in accordance with their respective terms, which is expected to be at 8:00 a.m. on Friday, July 12, 2013. Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, July 12, 2013. The Shares will be traded in board lots of 2,000 Shares each. The Stock Exchange stock code for the Shares is 1107.

By Order of the Board of  
**Modern Land (China) Co., Limited**  
**Zhang Lei**  
Chairman

Hong Kong, June 28, 2013

*As of the date of this announcement, the Board comprises Mr. Zhang Lei, Mr. Chen Yin, Mr. Fan Qingguo and Mr. Zhong Tianxiang, as executive Directors; and Mr. Qin Youguo, Mr. Cui Jian and Mr. Hui Chun Ho, Eric, as independent non-executive Directors.*

*Please also refer to the published version of this announcement in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese).*