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KAISA GROUP HOLDINGS LTD.

佳兆業集團控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1638)

DELAY IN DESPATCH OF THE 2014 ANNUAL REPORT

This announcement is made by Kaisa Group Holdings Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the Company’s announcement dated 31 March 2015 in relation to the delay in publication of the preliminary annual results of the Company for the year ended 31 December 2014 (the “**2014 Annual Results**”).

The Company’s auditors have indicated that they need additional audit evidence regarding certain matters so that they can complete the 2014 Annual Results. To address this issue, the board of the Company (the “**Board**”) has resolved to establish an independent committee consisting of Mr. Zhang Yizhao and Mr. Rao Yong, the independent non-executive directors of the Company.

As additional time is required by the Company to collate and gather further information in relation to certain matters on the audit, the publication of the 2014 Annual Results and the despatch of the 2014 annual report of the Company for the year ended 31 December 2014 (the “**2014 Annual Report**”) will be delayed.

* For identification purposes only

Pursuant to Rule 13.49(1) and Rule 13.46(2) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”), the Company is required to publish the 2014 Annual Results on or before 31 March 2015 and to despatch the 2014 Annual Report on or before 30 April 2015. The Board acknowledges that the delay in the publication of the 2014 Annual Results and the delay in the despatch of the 2014 Annual Report will constitute a non-compliance of Rules 13.49(1) and Rule 13.46(2) of the Listing Rules. The Company will publish further announcement(s) to inform the shareholders of the Company (the “**Shareholders**”) of the date of the Board meeting to approve the 2014 Annual Results and the expected despatch date of the 2014 Annual Report or any updated information as and when appropriate.

Rule 13.49(3) of the Listing Rules provides that where an issuer is unable to issue its preliminary results, it must announce its results based on the financial results which have yet to be agreed with the auditor (so far as the information is available). The Board has decided, after due and careful consideration, that it would not be appropriate for the Company to publish the unaudited management accounts of the Group for the year ended 31 December 2014 (the “**2014 Unaudited Management Accounts**”) at this time as it is expected that there may be significant adjustment on the 2014 Unaudited Management Accounts and hence the 2014 Unaudited Management Accounts may not accurately reflect the financial performance and position of the Group. The Board is therefore of the view that the publication of the 2014 Unaudited Management Accounts at this time would be misleading and confusing to the Shareholders and potential investors.

By order of the Board of
KAISA GROUP HOLDINGS LTD.
Kwok Ying Shing
Chairman and Executive Director

29 April 2015

As at the date of this announcement, the executive Directors are Mr. Kwok Ying Shing, Mr. Sun Yuenan, Mr. Ye Lieli, Mr. Lei Fugui, Mr. Jin Zhigang, Mr. Yu Jianqing and Mr. Zheng Yi; the non-executive Director is Ms. Chen Shaohuan; and the independent non-executive Directors are Mr. Zhang Yizhao and Mr. Rao Yong.