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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)

RESUMPTION CONDITIONS

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 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 announcements dated 1 January 2015, 12 January 2015, 16 January 2015, 28 January 2015, 6 February 2015 and 31 March 2015 (the "**Announcements**") in relation to, among other things, the suspension (the "**Suspension**") of trading in its shares on the Stock Exchange and the background leading to the Suspension. Terms defined in the Announcements shall bear the same meaning in this announcement.

RESUMPTION CONDITIONS

For the resumption of trading in the Company's shares on the Stock Exchange, the Company is required to fulfill the following conditions:

(i) to publish all outstanding financial results under the Listing Rules and address any audit qualifications;

(ii) to have sufficient working capital for its operation for at least 12 months from its expected resumption date;

(iii) to demonstrate that the Company has adequate financial reporting procedures and internal control systems to meet its Listing Rules obligations;

(iv) to investigate issues raised by the Company's auditors in the course of the audit, disclose the findings of the investigation, assess the impact on the Company's financial and operational positions, and take appropriate remedial actions; and

(v) to disclose all material information for the shareholders and the investors to appraise the Group's position.

SUSPENSION OF TRADING

At the request of the Company, trading in the Company's shares on the Stock Exchange has been suspended with effect from 9:00 a.m. on 31 March 2015. The trading in the shares of the Company will continue to be suspended until further notice.

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

23 July 2015

As at the date of this announcement, the executive Directors are Mr. Kwok Ying Shing, Mr. Sun Yuenan, Mr. Lei Fugui, 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.

* *For identification purposes only*