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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)**

### **CLARIFICATION ANNOUNCEMENT**

This announcement is made by Kaisa Group Holdings Limited (“**Kaisa**” or the “**Company**”) pursuant to Rule 13.09(1) of the Listing Rules and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Unless otherwise defined, capitalised terms in this announcement will have the same meaning as those defined in the Company’s announcements dated 6 November 2015, 24 December 2015 and 10 January 2016 and the RSA (defined below).

As announced on 10 January 2016, the Company launched a restructuring support agreement (“**RSA**”) in relation to the Proposed Restructuring, and it was stated that under the RSA, amongst other things, each Consenting Creditor undertakes to vote their Supporting Notes in favour of the relevant Scheme(s) necessary for implementing the Proposed Restructuring. By way of clarification, in addition to this, in accordance with the terms of the RSA, each Consenting Creditor undertakes to vote all the Existing Notes and Existing Offshore Loans held by it in favour of the relevant Scheme(s) necessary for implementing the Proposed Restructuring.

\* For identification purposes only

The Company continues to work with its advisors and advisors to the Steering Committee to finalize the Restructuring Documents. The Company will make further announcements regarding its progress on the Restructuring Documents as and when appropriate.

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

5 February 2016

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