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遠洋集團

**INSIDE INFORMATION
APPLICATION TO THE NATIONAL ASSOCIATION OF
FINANCIAL MARKET INSTITUTIONAL INVESTORS
FOR REGISTRATION AND
PROPOSED ISSUE OF MEDIUM-TERM NOTES**

This announcement is made by Sino-Ocean Group Holding Limited (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 **"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).

The board of directors (the **"Board"**) of the Company hereby announces that the Company has submitted a formal application (the **"Application"**) to the National Association of Financial Market Institutional Investors (the **"Association"**) in the People's Republic of China for registration and proposed issue of medium-term notes in an aggregate amount of not more than RMB10 billion (the **"Medium-term Notes"**) in multiple tranches as and when appropriate (the **"Proposed Issue"**).

Subject to approval for the Application being granted by the Association and capital requirements, the Company intends to issue the first tranche of the Medium-term Notes (the **"First Tranche Medium-term Notes"**) in a principal amount of RMB4 billion and the coupon rate shall be determined through the centralised book-building process, and subject to market conditions and indication of interest from investors. Proceeds raised from the First Tranche Medium-term Notes are intended to be used for repayment of the Group's existing indebtedness and construction of the Group's property projects. In case of any inconsistency, the principal amount, terms, interest rates, use of proceeds raised from the issuance of First Tranche Medium-term Notes and other key information set out in the offering circular published at the time of issuance of First Tranche Medium-term Notes shall prevail.

Sino-Ocean Group Holding Limited

(Incorporated in Hong Kong with limited liability under the Hong Kong Companies Ordinance)

Stock Code : 03377

Drafts of documents related to the Application have been disclosed on the website of the Association (<http://zhuce.nafmii.org.cn/>).

The Company will make further announcement(s) in relation to the Proposed Issue as and when appropriate.

It is uncertain whether and when approval for the Application will be granted by the Association. The Proposed Issue may or may not proceed and if it proceeds, timing, size and terms are still to be determined. **Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.**

By order of the Board
Sino-Ocean Group Holding Limited
CHUNG Kai Cheong
Company Secretary

Hong Kong, 28 December 2016

As at the date of this announcement, the directors of the Company comprise:

Executive directors:

Mr. LI Ming
Mr. LI Hu
Mr. WANG Yeyi
Mr. SUM Pui Ying
Mr. WEN Haicheng
Mr. LI Hongbo

Non-executive directors:

Mr. ZHAO Lijun
Mr. YAO Dafeng
Mr. FANG Jun
Ms. SHANGGUAN Qing

Independent non-executive directors:

Mr. TSANG Hing Lun
Mr. HAN Xiaojing
Mr. WANG Zhifeng
Mr. SUEN Man Tak
Mr. JIN Qingjun