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建業地產股份有限公司 *

Central China Real Estate Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0832)

RESULTS OF CONSENT SOLICITATION IN RESPECT OF

- (i) US\$200 MILLION 8.00% SENIOR NOTES DUE 2020 (ISIN: XS0879582301);**
 - (ii) US\$400 MILLION 6.50% SENIOR NOTES DUE 2018 (ISIN: XS0937236783);**
 - (iii) US\$300 MILLION 8.75% SENIOR NOTES DUE 2021 (ISIN: XS1219965297);**
 - (iv) US\$200 MILLION 6.75% SENIOR NOTES DUE 2021 (ISIN: XS1512966372);**
- AND**
- (v) US\$200 MILLION 6.00% SENIOR NOTES DUE 2018 (ISIN: XS1643339739)**

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

Reference is made to the announcement of the Company dated 7 August 2017 (the “**Announcement**”) in relation to the solicitation of consents (“**Consent Solicitation**”) to certain proposed amendments (the “**Proposals**”), as described therein, to (i) the indenture dated 28 January 2013 (as supplemented or amended to the date hereof, the “**January 2013 Notes Indenture**”), by and among the Company, the Subsidiary Guarantors (as defined therein) and DB Trustees (Hong Kong) Limited (the “**Trustee**”), as trustee, governing its US\$200 million 8.00% Senior Notes due 2020 (Common Code 087958230, ISIN XS0879582301) (the “**January 2013 Notes**”); (ii) the indenture dated 4 June 2013 (as supplemented or amended to the date hereof, the “**June 2013 Notes Indenture**”), by and among the Company, the Subsidiary Guarantors (as defined therein) and the Trustee, governing its US\$400 million 6.50% Senior Notes due 2018 (Common Code 093723678, ISIN XS0937236783) (the “**June 2013 Notes**”); (iii) the indenture dated 23 April 2015 (as supplemented or amended to the date hereof, the “**2015 Notes Indenture**”), by and among the Company, the Subsidiary Guarantors (as defined therein) and the Trustee, governing its US\$300 million 8.75% Senior Notes due 2021 (Common Code 121996529, ISIN XS1219965297) (the “**2015 Notes**”); (iv) the indenture dated 8 November 2016 (as supplemented or amended to the date hereof, the “**2016 Notes Indenture**”), by and among the Company, the Subsidiary Guarantors (as defined therein) and the Trustee, governing its US\$200 million 6.75% Senior Notes due 2021 (Common Code 151296637, ISIN XS1512966372) (the “**2016 Notes**”); and (v) the indenture dated 18 July 2017 (as supplemented or amended to the date hereof, the “**2017 Notes Indenture**” and, together with the January 2013 Notes Indenture, the June 2013 Notes Indenture, the 2015 Notes Indenture and the 2016 Notes Indenture, collectively the “**Indentures**”), by and among the Company, the Subsidiary Guarantors (as defined therein) and the Trustee, governing its US\$200 million 6.00% Senior Notes due 2018 (Common Code 164333973, ISIN XS1643339739) (the “**2017 Notes**” and, with the January 2013 Notes, the June 2013 Notes, the 2015 Notes and the 2016 Notes, collectively the “**Notes**“, and each a “**Series**”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the Announcement.

As indicated in the Consent Solicitation Statement dated 7 August 2017, the Consent Solicitation expired at 5:00 p.m., Central European Summer Time, on 18 August 2017.

The Company announces that it has received the Requisite Consents (as defined in the Consent Solicitation Statement) necessary to effect the Proposals. As the Requisite Consents have been obtained, the Company and the Subsidiary Guarantors intend to execute and deliver to the Trustee a supplemental indenture with respect to each of the Indentures as soon as practicable to give effect to the Proposals, subject to the other conditions as set forth in the Consent Solicitation Statement being met or waived.

The distribution of this announcement in certain jurisdictions may be restricted by law. Persons who come into possession of this announcement are required to inform themselves about, and to observe, any such restrictions.

For further information in relation to the Consent Solicitation, please contact the Information and Tabulation Agent for the Consent Solicitation, D.F. King (telephone: +44 20 7920 9700 or +852 3953 7230; email: ccre@dfkingltd.com; website: <https://sites.dfkingltd.com/CCRE>).

FORWARD-LOOKING INFORMATION

Forward-looking statements in this announcement, including those statements relating to the Consent Solicitation, such as the payment of the consent fee and the execution of the supplemental indenture, are based on current expectations. These statements are not guarantees of future events or results. Future events and results involve some risks, uncertainties and assumptions that are difficult to predict. Actual events and results could vary materially from the description contained herein due to many factors including changes in the market and price for any Series of Notes; changes in the business and financial condition of the Company and its subsidiaries; changes in the debt markets in general; and the occurrence of events specified in the Consent Solicitation that would trigger a condition permitting termination or amendment of the Consent Solicitation.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the securities of the Company.

By order of the Board
Central China Real Estate Limited
Wu Po Sum
Chairman

Hong Kong, 21 August 2017

As at the date of this announcement, the Board comprises nine Directors, of which Mr. Wu Po Sum, Mr. Liu Weixing and Ms. Yan Yingchun are executive Directors, Mr. Lucas Ignatius Loh Jen Yuh, Mr. Puah Tze Shyang and Ms. Wu Wallis (alias Li Hua) are non-executive Directors, Mr. Cheung Shek Lun, Mr. Muk Kin Yau and Mr. Xin Luo Lin are independent non-executive Directors.