

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



MODERN LAND (CHINA) CO., LIMITED

當代置業（中國）有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1107)

(1) UNUSUAL PRICE MOVEMENT; (2) PROPOSED BONUS SHARES ISSUE, PROPOSED WITHDRAWAL OF RECOMMENDATION FOR PAYMENT OF 2014 FINAL DIVIDEND AND NOTICE OF BOARD MEETING; AND (3) RESUMPTION OF TRADING

This announcement is made by Modern Land (China) Co., Limited (the “Company”) pursuant to Rule 13.09(2)(a) of the Rules (the “Listing Rules”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) 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 “SFO”).

(1) UNUSUAL PRICE MOVEMENT

The board (the “Board”) of directors (the “Directors”) of the Company has noticed the increase in the price of the shares (the “Shares”) of the Company on 18 May 2015. Having made such enquiry with respect to the Company as is reasonable in the circumstances, the Board confirms that, save and except as disclosed herein, it is not aware of any reason for such increase in the price of the Shares or of any information which must be announced to avoid a false market in the Company’s securities or of any inside information that needs to be disclosed under Part XIVA of the SFO.

(2) PROPOSED BONUS SHARES ISSUE, PROPOSED WITHDRAWAL OF RECOMMENDATION FOR PAYMENT OF 2014 FINAL DIVIDEND AND NOTICE OF BOARD MEETING

References are made to the annual results announcement of the Company dated 24 March 2015 (the “Results Announcement”) and the annual report of the Company for the year ended 31 December 2014 (the “Annual Report”).

As disclosed in the Results Announcement and the Annual Report, the Board resolved at the Board meeting held on 24 March 2015 to recommend the payment of a final dividend of HK8.0 cents per Share for the year ended 31 December 2014 (the “2014 Final Dividend”).

Thereafter, the Board has come to the view that issuance of bonus Shares as a return to the shareholders of the Company (the “Shareholders”) will give them an opportunity to increase their shareholdings in the Company at the comparably low costs of market value without incurring brokerage fees, stamp duty and related dealing costs. In addition, the opportunities for acquisitions and mergers in the domestic land market have increased recently. Therefore, the Board considers that issuance of bonus Shares and withdrawal of recommendation for payment of the 2014 Final Dividend will enable the Company to retain more financial resources to acquire appropriate land parcels, thus creating more value for the Shareholders in future.

In view of the aforesaid, the Board hereby announces that a meeting of the Board will be held on Friday, 29 May 2015, for the purposes of, among other matters, considering the withdrawal of the recommendation for payment of the 2014 Final Dividend and the issue of bonus Shares (on the basis of one bonus Share for every ten Shares held on the record date) (the “Proposed Bonus Shares Issue”).

The decision of the Board will be published on the websites of the Company and the Stock Exchange immediately after the meeting of the Board. Should the Board decide to withdraw the recommendation for payment of the 2014 Final Dividend and/or resolve its recommendation for the Proposed Bonus Shares Issue, a supplemental circular to the circular dated 17 April 2015 as well as the revised notice of the annual general meeting of the Company will be issued by the Company to the Shareholders as soon as practicable.

The Board considers that the aforesaid events will not have any material adverse impact on the financial position of the Company and its subsidiaries. Shareholders will be informed of any further development in this regard as and when necessary in accordance with the Listing Rules.

(3) RESUMPTION OF TRADING

Trading in the Shares on the Stock Exchange has been halted with effect from 11:07 a.m. on 18 May 2015 pending the release of this announcement. An application has been made by the Company to the Stock Exchange for the resumption of trading in the Shares on the Stock Exchange with effect from 9:00 a.m. on 19 May 2015.

Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

By Order of the Board
Modern Land (China) Co., Limited
Zhang Lei
Chairman

Hong Kong, 18 May 2015

As at the date of this announcement, the Directors are:

Executive Directors:

Zhang Lei
Chen Yin
Zhang Peng

Non-executive Directors:

Fan Qingguo
Zhong Tianxiang

Independent non-executive Directors:

Qin Youguo
Cui Jian
Hui Chun Ho, Eric