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C C Land Holdings Limited

中渝置地控股有限公司

(Incorporated in Bermuda with limited liability)

Website: www.ccland.com.hk

(Stock Code: 1224)

**RESULTS OF THE RIGHTS ISSUE OF
1,294,111,556 RIGHTS SHARES AT THE SUBSCRIPTION PRICE AT HK\$2 EACH
ON THE BASIS OF ONE RIGHTS SHARE FOR
EVERY TWO SHARES HELD ON THE RECORD DATE
AND
ADJUSTMENTS TO THE OUTSTANDING SHARE OPTIONS**

Reference is made to the prospectus of C C Land Holdings Limited (the “**Company**”) dated 3 April 2017 (the “**Prospectus**”) in relation to the Rights Issue. Unless provided otherwise, capitalized terms used in this announcement shall have the same meanings as those defined in the Prospectus.

RESULTS OF THE RIGHTS ISSUE

The Board is pleased to announce that as at 4:00 p.m. on Friday, 21 April 2017, being the latest time for the acceptance of and payment for the Rights Shares and for the application and payment for the excess Rights Shares, a total of 74 valid acceptances and applications had been received for a total of 1,555,628,099 Rights Shares, which comprise:

- (i) 48 valid acceptances of the provisional allotment under the PALs in respect of 1,191,089,842 Rights Shares; and
- (ii) 26 valid applications for excess Rights Shares under the EAFs in respect of 364,538,257 Rights Shares,

representing in aggregate approximately 120.21% of the total number of 1,294,111,556 Rights Shares available for subscription under the Rights Issue.

Pursuant to the Irrevocable Undertakings, (i) Fame Seeker has accepted and subscribed for 116,957,853 Rights Shares under the PAL; and (ii) Thrivetrade has accepted and subscribed for 535,405,115 Rights Shares under the PAL.

UNDERWRITING AGREEMENT

As all the conditions set out in the Underwriting Agreement have been fulfilled and the Underwriting Agreement had not been terminated by the Underwriter at or before 6:00 p.m. on Monday, 24 April 2017, the Underwriting Agreement has become unconditional in all respects immediately after 6:00 p.m. on Monday, 24 April 2017.

As the Rights Issue has been oversubscribed, the obligations of the Underwriter have been fully discharged pursuant to the terms of the Underwriting Agreement.

EXCESS RIGHTS SHARES

As there is only a total of 103,021,714 Rights Shares available for excess application, the Board has resolved to allot and issue the excess Rights Shares to the 26 valid applications for excess Rights Shares under the EAFs for 364,538,257 excess Rights Shares on a fair and equitable basis based on the principles set out in the Prospectus as follows:

- (1) preference has been given to applications for less than a board lot of Rights Shares where they appear to the Directors that such applications are made to top up odd-lot holdings to whole-lot holdings and that such applications are not made with the intention to abuse this mechanism; and
- (2) the remaining excess Rights Shares, was allocated on a pro-rata basis with reference to the number of excess Rights Shares applied for by the relevant Qualifying Shareholders, with flexibility to round up to whole board lots at the discretion of the Directors.

The 103,021,714 excess Rights Shares have accordingly been allocated as follows:

Range of excess Rights Shares applied for	Number of valid excess applications	Total number of excess Rights Shares applied for	Total number of Rights Shares allotted	Approximate percentage of allocation based on the total number of excess Rights Shares applied for in this category	Basis of allotment
1 – 1,999	2	1,129	1,129	100%	Topping up odd lot holdings
2,000 – 1,500,000	23	3,486,784	985,784	28% - 50%	Topping up odd lot holdings plus pro-rata additional allocation and rounding up to whole board lots
Above 1,500,000	1	361,050,344	102,034,801	28.26%	Pro-rata
Total:	26	364,538,257	103,021,714		

SHAREHOLDING STRUCTURE OF THE COMPANY

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, the shareholding structure of the Company as at Record Date and immediately after completion of the Rights Issue is as follows:

	As at Record Date		Immediately after completion of the Rights Issue	
	<i>No. of Shares</i>	<i>Approximate %</i>	<i>No. of Shares</i>	<i>Approximate %</i>
Fame Seeker and Thrivetrade	1,304,725,938	50.41	1,957,088,906	50.41
Regulator Holdings Limited (an indirect wholly-owned subsidiary of Yugang International Limited)	260,395,559	10.06	292,195,559	7.53
Directors ¹	4,385,692	0.17	4,547,995	0.12
Public	1,018,715,923	39.36	1,628,502,208	41.94
the Underwriter	-	-	-	-
Total	2,588,223,112	100	3,882,334,668	100

Note 1: comprising Dr. Lam How Mun Peter, Mr. Tsang Wai Choi and Mr. Leung Chun Cheong.

DESPATCH OF SHARE CERTIFICATES FOR THE RIGHTS SHARES AND REFUND CHEQUES

Share certificates for all fully-paid Rights Shares and the refund cheques in respect of partially unsuccessful applications for the excess Rights Shares will be posted to those entitled thereto by ordinary mail to their registered addresses at their own risks on Friday, 28 April 2017.

COMMENCEMENT OF DEALINGS IN THE FULLY-PAID RIGHTS SHARES

Dealings in the fully-paid Rights Shares will commence on the Stock Exchange at 9:00 a.m. on Tuesday, 2 May 2017.

ADJUSTMENTS TO THE OUTSTANDING SHARE OPTIONS

Pursuant to the terms of the 2005 Share Option Scheme and the supplementary guidance issued by the Stock Exchange on 5 September 2005 regarding adjustment of share options under Rule 17.03 of the Listing Rules, both the exercise price and number of outstanding Share Options granted under the 2005 Share Option Scheme have been adjusted as a result of the Rights Issue as follows:

Date of grant	Exercise period	Immediately before completion of the Rights Issue		Immediately after completion of the Rights Issue (with effect from 28 April 2017)	
		Number of Share Options	Exercise price per Share (HK\$)	Number of Share Options	Exercise price per Share (HK\$)
3 September 2010	3 September 2010 to 2 September 2020	40,939,000	3.3100	41,536,709	3.2624
3 September 2010	1 January 2011 to 2 September 2020	4,800,000	3.3100	4,870,080	3.2624
7 May 2009	7 May 2009 to 6 May 2019	17,500,000	3.2700	17,755,500	3.2229

By order of the Board
Lam How Mun Peter
Deputy Chairman and Managing Director

Hong Kong, 28 April 2017

As at the date of this announcement, the Board comprises Mr. Cheung Chung Kiu, Dr. Lam How Mun Peter, Mr. Tsang Wai Choi, Mr. Wong Chi Keung, Mr. Leung Chun Cheong and Mr. Leung Wai Fai as Executive Directors; and Mr. Lam Kin Fung Jeffrey, Mr. Leung Yu Ming Steven and Dr. Wong Lung Tak Patrick as Independent Non-executive Directors.