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瑞安房地產
SHUI ON LAND

Shui On Land Limited
瑞安房地產有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 272)

**OVERSEAS REGULATORY ANNOUNCEMENT,
COMPLETION OF NOTES ISSUE AND DISCLOSURE
PURSUANT TO RULE 13.18 OF THE LISTING RULES**

This overseas regulatory announcement is issued pursuant to Rule 13.09(2)(a) and Rule 13.18 of the Listing Rules and Part XIVA of the SFO.

Reference is made to the announcements of the Company dated November 24, 2020 and November 25, 2020, in relation to the offering of the New Notes as “Green Bonds” under the Green Finance Framework by Shui On Development which are guaranteed by the Company.

The Board is pleased to announce that on December 2, 2020, all the conditions precedent under the Purchase Agreement have been fulfilled and the Further Issue was completed.

INTRODUCTION

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COMPLETION OF NOTES ISSUE

The Board is pleased to announce that on December 2, 2020, all the conditions precedent under the Purchase Agreement have been fulfilled and the Further Issue was completed.

DEFINITIONS

In this announcement, unless the context requires otherwise, the following expressions have the following meanings:

“Board”	the board of Directors
“Company”	Shui On Land Limited, a company incorporated in the Cayman Islands with limited liability, whose Shares are listed on the main board of the Stock Exchange (Stock Code: 272)
“Director(s)”	director(s) of the Company
“Further Issue”	the issue of the New Notes by Shui On Development and guaranteed by the Company
“Green Bonds”	the Notes issued under the Green Finance Framework
“Green Finance Framework”	the Green Finance Framework developed by the Group as a basis for entering into future green financing, including by way of issuing Green Bonds, and by reference to the International Capital Markets Association (ICMA) Green Bond Principles 2018
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“New Notes”	the US\$200,000,000 5.75% senior notes due 2023 issued which will be consolidated and form a single series with the Original Notes
“Original Notes”	the US\$300,000,000 5.75% senior notes due 2023 issued by Shui On Development
“PRC”	the People’s Republic of China excluding, for the purpose of this announcement, Hong Kong, the Macao Special Administrative Region of the PRC and Taiwan area
“Purchase Agreement”	the agreement dated November 24, 2020 entered into between the Company, Shui On Development, and UBS AG Hong Kong Branch in relation to the Further Issue
“SFO”	the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong)
“Share(s)”	ordinary share(s) with par value of US\$0.0025 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Shares
“Shui On Development”	Shui On Development (Holding) Limited, a company incorporated in the Cayman Islands with limited liability, and a wholly-owned subsidiary of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“UBS AG Hong Kong Branch”	UBS AG Hong Kong Branch, the sole green adviser, the sole global coordinator, initial purchaser, sole bookrunner and sole lead manager in respect of the offer and sale of the New Notes
“U.S.” or “United States”	the United States of America, its territories and possessions and all areas subject to its jurisdiction
“U.S. Securities Act”	The United States Securities Act of 1933, as amended
“US\$”	United States dollars, the lawful currency of the United States

“%”

per cent.

By order of the Board
Shui On Land Limited
Vincent H. S. LO
Chairman

Hong Kong, December 2, 2020

At the date of this announcement, the executive directors of the Company are Mr. Vincent H. S. LO (Chairman), Mr. Douglas H. H. SUNG (Chief Financial Officer and Chief Investment Officer) and Ms. Stephanie B. Y. LO; and the independent non-executive directors of the Company are Sir John R. H. BOND, Professor Gary C. BIDDLE, Dr. Roger L. McCARTHY, Mr. David J. SHAW and Mr. Anthony J. L. NIGHTINGALE.

** For identification purpose only*