#### This announcement is not for distribution in the United States.

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.

This announcement does not constitute an offer to sell or the solicitation of an offer to buy any securities in the United States or any other jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the "Securities Act") and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the Securities Act. Any public offering memorandum of securities to be made in the United States will be made by means of an offering memorandum. Such offering memorandum will contain detailed information about the company making the offer and its management and financial statements. The Company does not intend to make any public offering of securities in the United States.

# NOTICE OF LISTING ON THE STOCK EXCHANGE OF HONG KONG LIMITED



## GREENTOWN CHINA HOLDINGS LIMITED

綠城中國控股有限公司\*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 03900)

RMB2,500,000,000 5.625% Senior Notes due 2016 (Stock Code: 85922)

Guaranteed by **Subsidiary Guarantors** 

Joint Lead Managers and Joint Bookrunners

BOCI Asia Limited
Deutsche Bank AG, Singapore Branch
Industrial and Commercial Bank of China (Asia) Limited
Standard Chartered Bank (Hong Kong) Limited
The Hongkong and Shanghai Banking Corporation Limited

<sup>\*</sup> For identification purposes only

Application has been made to The Stock Exchange of Hong Kong Limited for the listing of, and permission to deal in, the 5.625% Senior Notes due 2016 in the aggregate principal amount of RMB2,500,000,000 (the "Notes") to be issued by Greentown China Holdings Limited (the "Issuer"), which will be guaranteed by each of the subsidiary guarantors as listed below (together, the "Subsidiary Guarantors") by way of debt issue to professional investors only, as described in the offering memorandum dated 6 May 2013. The listing of and permission to deal in the Notes is expected to become effective on or around 14 May 2013.

#### **Subsidiary Guarantors**

#### Name

### **Jurisdiction of Incorporation**

| Richwise Holdings Limited                             | British Virgin Islands |
|---|------------------------|
| Green Sea International Limited                       | British Virgin Islands |
| Best Smart Enterprises Limited                        | British Virgin Islands |
| Hua Yick Investments Limited                          | British Virgin Islands |
| Zest Rich Investments Limited                         | British Virgin Islands |
| Addgenius Enterprises Limited                         | British Virgin Islands |
| Benefitplus Limited                                   | British Virgin Islands |
| Peakpower Enterprise Limited                          | British Virgin Islands |
| Quality Fame Limited                                  | British Virgin Islands |
| Sky Triumph Enterprise Limited                        | British Virgin Islands |
| Victory Smart Limited                                 | British Virgin Islands |
| Hoson Investments Limited                             | British Virgin Islands |
| Era Win Holdings Limited                              | British Virgin Islands |
| Easy Lead Holdings Limited                            | British Virgin Islands |
| Eternity Wealth Investments Limited                   | British Virgin Islands |
| Loyal Rich Holdings Limited                           | British Virgin Islands |
| Prime City Investments Limited                        | British Virgin Islands |
| Skymoon International Limited                         | British Virgin Islands |
| De He International Industrial Limited                | Hong Kong              |
| Zhongji Group (HK) Int'l Financial Investment Limited | Hong Kong              |
| Cheerco Investment Limited                            | Hong Kong              |
| Fordtex (H.K.) Limited                                | Hong Kong              |
| Full Top Investment Limited                           | Hong Kong              |
| On Century Investment Limited                         | Hong Kong              |
| Vastsome Investment Limited                           | Hong Kong              |
| Grandlink Development Limited                         | Hong Kong              |
|   |                        |

Hangzhou, the People's Republic of China, 13 May 2013

As at the date of this notice, the board of directors comprises five executive directors, namely Mr Song Weiping, Mr Shou Bainian, Mr Luo Zhaoming, Mr Guo Jiafeng and Mr Cao Zhounan, two non-executive directors, namely, Mr Ng Tin Hoi, Stephen and Mr Tsui, Yiu Cheung and six independent non-executive directors, namely Mr Jia Shenghua, Mr Jiang Wei, Mr Ke Huanzhang, Mr Sze Tsai Ping, Michael, Mr Tang Shiding and Mr Hui Wan Fai.