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**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)**

**PROPOSED ISSUANCE OF USD-DENOMINATED GREEN SENIOR NOTES**

The Company proposes to conduct an international offering of the USD-denominated green senior notes. Deutsche Bank, Guotai Junan International, Morgan Stanley, Credit Suisse, HSBC, UBS, Haitong International, BofA Securities, Nomura and HeungKong Financial have been appointed as the joint global coordinators, joint bookrunners and joint lead managers for the Proposed Notes Issue, and Deutsche Bank and HSBC have been appointed as the joint green structuring advisors for the Proposed Notes Issue. The Notes will only be offered outside the United States in accordance with Regulation S under the U.S. Securities Act.

Completion of the Proposed Notes Issue is subject to, among others, market conditions and investor interest. Upon finalisation of the terms of the Notes, it is expected that the Company, the Subsidiary Guarantors and the Initial Purchasers will enter into the Purchase Agreement. The Proposed Notes Issue is being conducted for refinancing certain existing indebtedness of the Company.

The Company will seek a listing of the Notes on the Stock Exchange. A confirmation of the eligibility for the listing of the Notes has been received from the Stock Exchange for the listing of the Notes by way of debt issues to professional investors only as described in the offering memorandum. Admission of the Notes to the Stock Exchange is not to be taken as an indication of the merits of the Company or the Notes.

**As no binding agreement in relation to the Proposed Notes Issue has been entered into as at the date of this announcement, the Proposed Notes Issue may or may not materialise. Shareholders, holders of other securities and investors of the Company are urged to exercise caution when dealing in the securities of the Company. A further announcement in respect of the Proposed Notes Issue will be made by the Company should the Purchase Agreement be signed.**

## **THE PROPOSED NOTES ISSUE**

The Company proposes to conduct an international offering of the USD-denominated green senior notes. Deutsche Bank, Guotai Junan International, Morgan Stanley, Credit Suisse, HSBC, UBS, Haitong International, BofA Securities, Nomura and HeungKong Financial have been appointed as the joint global coordinators, joint bookrunners and joint lead managers for the Proposed Notes Issue and Deutsche Bank and HSBC have been appointed as the joint green structuring advisors for the Proposed Notes Issue. The Notes will only be offered outside the United States in accordance with Regulation S under the U.S. Securities Act. The Notes will not be offered to the public and it is not expected that any of the Notes will be placed to any connected persons of the Company.

Completion of the Proposed Notes Issue is subject to market conditions and investor interest. Pricing of the Notes, including the aggregate principal amount, the Offer Price and the interest rate, will be determined through a book building exercise to be conducted by Deutsche Bank, Guotai Junan International, Morgan Stanley, Credit Suisse, HSBC, UBS, Haitong International, BofA Securities, Nomura and HeungKong Financial as joint global coordinators, joint bookrunners and the joint lead managers. Upon finalisation of the terms of the Notes, it is expected that the Company, the Subsidiary Guarantors and the Initial Purchasers will enter into the Purchase Agreement.

## **INFORMATION OF THE GROUP**

The Group is a property developer focusing on the development of green, energy-saving and eco-friendly residences in the PRC. The Group commenced its property development business in Beijing in 2000, and has expanded its operations to Shanghai, Guangzhou, Suzhou, Nanjing, Changsha, Taiyuan, Wuhan, Nanchang, Jiujiang, Zhangjiakou, Foshan, Huizhou, Wuxi, Zhuzhou, Jingzhou, Huangshi, Hefei, Quanzhou, Xiantao, Dongdaihe, Tianjin, Xian, Jinzhong, Qingdao, Jiaxing, Huzhou, Fuyang, Chizhou, Fúzhou, Shangrao, Zhengzhou, Xuchang, Hengyang, Xiaogan, Tianmen, Fúzhou, Guiyang and Xingyi.

## **REASONS FOR THE PROPOSED NOTES ISSUE**

The Proposed Notes Issue is being conducted for refinancing certain existing indebtedness of the Company.

## **LISTING**

The Company will seek a listing of the Notes on the Stock Exchange. A confirmation of the eligibility for the listing of the Notes has been received from the Stock Exchange for the listing of the Notes by way of debt issues to professional investors only as described in the offering memorandum. Admission of the Notes to the Stock Exchange is not to be taken as an indication of the merits of the Company or the Notes.

As no binding agreement in relation to the Proposed Notes Issue has been entered into as at the date of this announcement, the Proposed Notes Issue may or may not materialise. Shareholders, holders of other securities and investors of the Company are urged to exercise caution when dealing in the securities of the Company. A further announcement in respect of the Proposed Notes Issue will be made by the Company should the Purchase Agreement be signed.

## DEFINITIONS

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

“Board”	the board of Directors;
“BofA Securities”	Merrill Lynch (Asia Pacific) Limited, one of the joint global coordinators, joint bookrunners and joint lead managers in respect of the Proposed Notes Issue;
“Company”	Modern Land (China) Co., Limited (當代置業(中國)有限公司), a company incorporated under the laws of the Cayman Islands with limited liability, whose shares are listed on the main board of the Stock Exchange;
“connected person”	has the meaning ascribed to it in the Listing Rules;
“Credit Suisse”	Credit Suisse (Hong Kong) Limited, one of the joint global coordinators, joint bookrunners and joint lead managers in respect of the Proposed Notes Issue;
“Deutsche Bank”	Deutsche Bank AG, Singapore Branch, one of the joint global coordinators, joint bookrunners, joint lead managers and the joint green structuring advisors in respect of the Proposed Notes Issue;
“Director(s)”	the director(s) of the Company;
“Group”	the Company and its subsidiaries;
“Guotai Junan International”	Guotai Junan Securities (Hong Kong) Limited, one of the joint global coordinators, joint bookrunners and joint lead managers in respect of the Proposed Notes Issue;
“Haitong International”	Haitong International Securities Company Limited, one of the joint global coordinators, joint bookrunners and joint lead managers in respect of the Proposed Notes Issue;
“HeungKong Financial”	HeungKong Securities Limited, one of the joint global coordinators, joint bookrunners and joint lead managers in respect of the Proposed Notes Issue;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;

“HSBC”	The Hongkong and Shanghai Banking Corporation Limited, one of the joint global coordinators, joint bookrunners, joint lead managers and the joint green structuring advisors in respect of the Proposed Notes Issue;
“Initial Purchasers”	Deutsche Bank, Guotai Junan International, Morgan Stanley, Credit Suisse, HSBC, UBS, Haitong International, BofA Securities, Nomura and HeungKong Financial;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“Morgan Stanley”	Morgan Stanley & Co. International plc, one of the joint global coordinators, joint bookrunners and joint lead managers in respect of the Proposed Notes Issue;
“Nomura”	Nomura International (Hong Kong) Limited, one of the joint global coordinators, joint bookrunners and joint lead managers in respect of the Proposed Notes Issue;
“Notes”	the USD-denominated green senior notes to be issued by the Company subject to the terms and conditions of the Purchase Agreement;
“Offer Price”	the final price at which the Notes will be sold;
“PRC”	the People’s Republic of China;
“Proposed Notes Issue”	the proposed international offering of the Notes by the Company;
“Purchase Agreement”	the purchase agreement proposed to be entered into among the Company, the Subsidiary Guarantors and the Initial Purchasers in respect of the Proposed Notes Issue;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Subsidiary Guarantees”	the guarantees to be provided by the Subsidiary Guarantors on the Notes;
“Subsidiary Guarantors”	certain subsidiaries of the Company which will guarantee the Company’s obligations under the Notes;
“UBS”	UBS AG Hong Kong Branch (UBS AG is incorporated in Switzerland with limited liability), one of the joint global coordinators, joint bookrunners and joint lead managers in respect of the Proposed Notes Issue;
“U.S.” or “United States”	the United States of America;
“U.S. Securities Act”	the United States Securities Act of 1933, as amended;

“USD” United States dollars, the lawful currency of the United States;  
and

“%” per cent.

By Order of the Board  
**Modern Land (China) Co., Limited**  
**Zhang Peng**  
*President and Executive Director*

Hong Kong, 5 January 2021

*As at the date of this announcement, the Board comprises ten Directors, namely executive Directors: Mr. Zhang Lei, Mr. Zhang Peng and Mr. Chen Yin; non-executive Directors: Mr. Fan Qingguo, Mr. Chen Zhiwei and Mr. Zeng Qiang; and independent non-executive Directors: Mr. Qin Youguo, Mr. Cui Jian, Mr. Hui Chun Ho, Eric and Mr. Gao Zhikai.*