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(incorporated in Hong Kong with limited liability)
(Stock Code: 0017)
(the "Offeror")

Tender offer to purchase for cash

U.S.\$600,000,000 4.75 per cent. guaranteed notes due 2027 (Common Code: 154962158; ISIN: XS1549621586) (the "NWCL Notes")

issued by

New World China Land Limited

(incorporated in the Cayman Islands with limited liability)

("NWCL")

and guaranteed by the Offeror

(Stock Code: 5343)

and

U.S.\$500,000,000 guaranteed senior perpetual capital securities (Common Code: 243561132; ISIN: XS2435611327) (the "Perpetual Securities", and together with the NWCL Notes, the "Securities")

issued by

NWD Finance (BVI) Limited

(incorporated in the British Virgin Islands with limited liability)

(the "Perpetual Securities Issuer", and together with NWCL, the "Issuers")

and guaranteed by the Offeror

(Stock Code: 5312)

SETTLEMENT OF TENDER OFFER

Reference is made to the announcements of the Offeror dated 1 August 2024 and 8 August 2024 (together, the "Announcements") in respect of the Offers. Capitalised terms used but not defined herein shall have the meanings given to them in the Announcements.

The Board of the Offeror accordingly announces that payment of the Purchase Consideration for all Securities validly tendered and accepted for purchase by the Offeror was made on 9 August 2024.

Further to the settlement of the Offers:

- (a) U.S.\$45,855,000 in aggregate nominal amount of NWCL Notes were purchased and redeemed by the Offeror on 9 August 2024 and cancelled pursuant to the terms and conditions of the NWCL Notes, with U.S.\$458,366,000 in aggregate nominal amount of NWCL Notes remaining outstanding

(representing approximately 76.39 per cent. of the aggregate nominal amount of the NWCL Notes initially issued); and

- (b) U.S.\$108,567,000 in aggregate nominal amount of Perpetual Securities were purchased and redeemed by the Offeror on 9 August 2024 and cancelled pursuant to the terms and conditions of the Perpetual Securities, with U.S.\$345,314,000 in aggregate nominal amount of Perpetual Securities remaining outstanding (representing approximately 69.06 per cent. of the aggregate nominal amount of the Perpetual Securities initially issued).

The NWCL Notes that were purchased pursuant to the Offers represent approximately 7.64 per cent. of the aggregate nominal amount of the NWCL Notes initially issued. Additionally, 15.96 per cent. of the aggregate nominal amount of the NWCL Notes initially issued has already been purchased and cancelled as referred to in the announcement by the Offeror dated 5 December 2023.

The Perpetual Securities that were purchased pursuant to the Offers represent approximately 21.71 per cent. of the aggregate nominal amount of the Perpetual Securities initially issued. Additionally, 9.22 per cent. of the aggregate nominal amount of the Perpetual Securities initially issued has already been purchased and cancelled as referred to in the announcement by the Offeror dated 5 December 2023.

The Offeror and the Issuers will continue to monitor market conditions and may further purchase Securities as and when appropriate. Pursuant to Rule 37.48(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the Offeror and/or the relevant Issuer will make a further announcement for every subsequent 5 per cent. interval of the aggregate nominal amount of the NWCL Notes or Perpetual Securities, as the case may be, initially issued that are redeemed or cancelled in accordance with the terms and conditions of such Securities.

The Offeror, any of the Issuers or any of their respective subsidiaries may at any time, at each of their sole and absolute discretion, purchase Securities in the open market or otherwise and at any price. There is no assurance of the timing, amount or price of any purchase of the Securities or whether the Offeror, any of the Issuers or any of their respective subsidiaries will make any further repurchase of Securities at all.

Holder of the Securities and potential investors should therefore exercise caution when dealing in any Securities.

By Order of the Board
Dr. Cheng Kar Shun, Henry
Chairman

Hong Kong, 12 August 2024

As at the date of this announcement, (a) the executive Directors are Dr. Cheng Kar-Shun, Henry; Dr. Cheng Chi-Kong, Adrian; Mr. Ma Siu-Cheung; Ms. Cheng Chi-Man, Sonia; Mr. Sitt Nam-Hoi; Ms. Huang Shaomei, Echo; and Ms. Chiu Wai-Han, Jenny; (b) the non-executive Directors are Mr. Doo Wai-Hoi, William; Mr. Cheng Kar-Shing, Peter; Mr. Cheng Chi-Heng; and Mr. Cheng Chi-Ming, Brian; and (c) the independent non-executive Directors are Mr. Lee Luen-Wai, John; Mr. Ip Yuk-Keung, Albert; Mr. Chan Johnson Ow; Mrs. Law Fan Chiu-Fun, Fanny; Ms. Lo Wing-Sze, Anthea; and Ms. Wong Yeung-Fong, Fonia.