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CHINA XINTIANDI

Holder Consent to amend the Senior Notes and Senior Perpetual Capital Securities was gained Strategic Cooperation Leaps Forward High end commercial districts developed in phases attract strong investments

(13 December 2013, Hong Kong)

Shui On Land Limited ('Shui On Land' or the 'Company', Stock code: 272) announced today that the Company has gained consent from the holders of i) RMB3,500,000,000 US\$ settled 7.625% Senior Notes due 2015; ii) US\$875,000,000 9.75% Senior Notes due 2015; iii) S\$250,000,000 8% Senior Notes due 2015; and iv) US\$500,000,000 10.125% Senior Perpetual Capital Securities callable 2017 to amend the indentures or the terms and conditions, creating favourable conditions for China Xintiandi's spin-off plan.

On 31 October 2013, the Company and Brookfield entered into Investment Agreement to introduce Brookfield as China Xintiandi's cornerstone investor. The Company announced today that it has gained consent from the holders of the Notes and Perpetual Securities to amend the indentures relating to the RMB Notes, the US\$ Notes and the SGD Notes as well as the terms and conditions of the Perpetual Securities and the Trust Deed, in order to complete the transaction with Brookfield, representing two important strategic milestones for China Xintiandi's spin-off plan. It is expected that the spin-off can take place when the market conditions are favourable. After the spin-off, Shui On Land will be a pure property developer and China Xintiandi will focus on commercial property asset management and enhancement. Both companies can fully utilise its advantages based on their clear focuses and create value for investors.

With quality assets, Shui On Land has attracted investments from international property players and renowned Mainland insurance companies. Agreements have been reached recently with Sunshine Life Insurance and China Life Trustees respectively, in relation to the transactions of Corporate Avenue 2, the Grade A office tower on Chongqing Tiandi Lot B11, and Lot 126 of Taipingqiao in Huangpu District, Shanghai. Most of the commercial property assets of Shui On Land are now managed by China Xintiandi, with a view to ensuring the quality of operation and rental income return, which will in turn drive the development of the whole community and asset value enhancement.

As the developer of these high quality assets, Shui On Land has a proven track record in developing large-scale, mixed-use city-core communities and integrated residential development projects in phases. The Company adjusts the pace and schedule of development flexibly, taking into account market conditions, user demand and corporate resources. In the case of Chongqing Tiandi, the whole project covers 3.6 million sq. m., encompassing residential, office, hotel, retail, 2 F&B and entertainment facilities. After a few years of development, Chongqing Tiandi has completed more than 1 million sq. m. of properties and four residential districts. More than 4,000 households have moved into their residences.

The commercial clusters at Chongqing Tiandi comprises of 10 office towers in Corporate Avenue and the 300,000 sq. m. Jialing Tiandi. The construction schedule of the



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development of office buildings and delivery are determined in accordance with Chongqing's market demand for Grade A office. Among them, Corporate Avenue 3, 4 and 5 were delivered to the Ping An Group in early 2013. Corporate Avenue 2 was also completed and recently sold to Sunshine Life Insurance. According to our schedule, Corporate Avenue 6, 7 and 8 and Jialing Tiandi Phase 1 have just been completed. Following our plan, the foundation works of 1 Corporate Avenue, including the peripheral structure of its basement and back filling have been completed in October 2013. Corporate Avenue 1 is scheduled to be completed after 2017 and the actual timetable will be adjusted according to market situation and construction schedule. The whole Chongqing Tiandi project is progressing according to plan and to meet market demand, four office buildings namely Corporate Avenue 2, 3, 4 & 5 have been delivering to the customers since early 2013. Currently, China Xintiandi is providing professional asset management service for the project, with the goal of bringing maturity to the project and developing a high end commercial district.