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DISCLOSURE PURSUANT TO RULE 13.18 OF THE LISTING RULES

The Board announces that on 16 September 2014 Harvest Allied Investments Limited (“**Harvest Allied**”), a wholly-owned subsidiary of the Company, entered into a banking facility agreement with a bank pursuant to which Harvest Allied obtained a US\$60,000,000 committed banking facility from such bank. The banking facility agreement imposes, among other things, covenants relating to the minimum percentage of shareholding of the Company’s controlling shareholders in the Company.

This announcement is made by China Merchants Land Limited (the “**Company**”) pursuant to Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

On 16 September 2014, Harvest Allied as borrower entered into a banking facility agreement (“**Facility Agreement**”) relating to a US\$60,000,000 committed banking facility (“**Loan Facility**”) with a bank. The final maturity date of the Loan Facility falls 36 months from the date of signing of the Facility Agreement.

Requirements relating to controlling shareholders

Pursuant to the Facility Agreement, it shall be an event of default if, among other things, (i) China Merchants Property Development Co., Ltd. (“**CMPD**”) ceases to beneficially own (directly or indirectly) at least 51% of the issued share capital of the Company, or (ii) China Merchants Group Limited (“**CMG**”) ceases to be the single largest shareholder of CMPD (beneficially owned, directly or indirectly, the largest proportionate shareholding or ownership interest in CMPD from time to time) and ceases to beneficially own, directly or indirectly, at least 40% of the entire shareholding or ownership interest in CMPD, or (iii) CMG ceases to be controlled by The State-owned Assets Supervision and Administration Commission of the State Council of the PRC (“**SASAC**”) or any other similarly empowered authorities of the PRC government, or (iv) Harvest Allied ceases to be the direct or indirect wholly-owned subsidiary of the Company.

The Facility Agreement also contains a cross default provision so that if the Company or any of its subsidiaries commits a default under any other loan agreement(s) of whatever type and nature as conclusively determined by the bank and the amount in aggregate equals or exceeds US\$15,000,000 or its equivalent, it will also constitute an event of default under the Facility Agreement.

If an event of default occurs under the Facility Agreement, the bank's obligations to make Loan Facility available to the Company shall cease and all principal, interest and other charges outstanding under Loan Facility may be declared immediately due and payable without further notice nor demand.

As at the date of this announcement, the Company directly wholly-owns Harvest Allied, CMPD indirectly owns 74.35% of the issued share capital of the Company, CMG indirectly owns 51.89% of the issued share capital of CMPD and CMG is owned and controlled by the SASAC.

By Order of the Board
China Merchants Land Limited
He Jianya
Chairman

Hong Kong, 16 September 2014

As at the date of this announcement, the Board comprises Dr. So Shu Fai, Mr. Xian Yaoqiang, Mr. Liu Zhuogen and Mr. Yu Zhiliang as Executive Directors; Mr. He Jianya, Ms. Wu Zhenqin and Ms. Liu Ning as Non-executive Directors and Dr. Wong Wing Kuen, Albert, Ms. Chen Yanping, Dr. Shi Xinping and Mr. He Qi as Independent Non-executive Directors.