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招 商 局 置 地 有 限 公 司
CHINA MERCHANTS LAND LIMITED

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(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 978)

VOLUNTARY ANNOUNCEMENT

Reference is made to the announcement of China Merchants Land Limited (“**Company**”) dated 16 September 2015 in relation to the proposed restructuring and integration exercise between China Merchants Property Development Co., Ltd. (招商局地產控股股份有限公司) (Stock code: 000024.SZ) (“**CMPD**”) and China Merchants Shekou Industrial Zone Holdings Co., Ltd. (招商局蛇口工業區控股股份有限公司) (CMPD’s controlling shareholder, formerly known as “China Merchants Shekou Industrial Zone Company Limited”, hereinafter as “**China Merchants Shekou**”) and the suspension of trading of shares of CMPD on the Shenzhen Stock Exchange Limited (“**Shenzhen Stock Exchange**”) since 3 April 2015.

The board (“**Board**”) of directors (“**Directors**”) of the Company has noted that certain announcements, notices and other related documents have been published by CMPD on 18 September 2015 (“**CMPD Announcements**”) on the website of the Shenzhen Stock Exchange setting out the detailed terms of the proposal in relation to the merging of CMPD and China Merchants Shekou by China Merchants Shekou absorbing CMPD (“**Restructuring**”) through share swap.

According to the CMPD Announcements, upon completion of the Restructuring, all the assets, liabilities, business operations, employees, contracts and all other rights and obligations of CMPD will be taken up by China Merchants Shekou in substitution of CMPD and the shares of China Merchants Shekou will apply to be listed on the Shenzhen Stock Exchange (subject to the necessary approvals having been obtained) while CMPD will be delisted and deregistered.

For details of the terms of the Restructuring, please refer to the CMPD Announcements published on the website of the Shenzhen Stock Exchange.

The Directors also noted that, as disclosed in the CMPD Announcement, completion of the Restructuring is subject to the fulfillment of certain conditions precedent, which include but not limited to, the grant of approvals by competent authorities such as the State-owned Assets Supervision and Administration Commission, Ministry of Commerce and Shenzhen Stock Exchange, and hence the Restructuring may or may not become unconditional and may or may not proceed and be completed.

Save for the above, the Directors are not aware of any information which must be announced to avoid a false market in the Company's securities or of any inside information that needs to be disclosed under Part XIVA of the Securities and Futures Ordinance.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

This announcement is made by the order of the board. The Directors collectively and individually accepts responsibility for the accuracy of this announcement.

By order of the Board of Directors of
China Merchants Land Limited
Wu Zhenqin
Chairman

Hong Kong, 18 September 2015

As at the date of this announcement, the Board comprises Dr. So Shu Fai, Mr. Xian Yaoqiang and Mr. Yu Zhiliang as Executive Directors; 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.

* Unofficial English translation denotes for identification purposes only