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Evergrande Real Estate Group Limited

恒大地产集团有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3333)

PROPOSED ADDITIONAL ISSUE OF US\$ SENIOR NOTES

Reference is made to the announcement of the Company dated 24 October 2013 in relation to the issue of the Original Notes issued by the Company.

The Company proposes to conduct a further international offering of US\$ senior notes on terms and conditions of the Original Notes, save for the issue date and the offer price.

Details of the Proposed Additional Notes Issue, including the aggregate principal amount and the offer price for the Additional Notes, will be determined through a book building exercise to be conducted by CMS (HK) and J.P. Morgan as the joint global coordinators and CMS (HK), J.P. Morgan, Deutsche Bank, Credit Suisse and UBS as the joint lead managers and the joint bookrunners. Upon finalizing the terms of the Additional Notes, CMS (HK), J.P. Morgan, Deutsche Bank, Credit Suisse and UBS and the Company, among others, will enter into the Purchase Agreement.

The Company intends to use the proceeds of the Additional Notes to refinance the existing indebtedness of the Group.

The Original Notes are listed on the Stock Exchange. The Company will procure that the Additional Notes will also be listed on the Stock Exchange upon issue. Admission of the Additional Notes to the Stock Exchange is not to be taken as an indication of the merits of the Company or the Additional Notes.

As the Proposed Additional Notes Issue may or may not materialize, investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company.

A further announcement in respect of the Proposed Additional Notes Issue will be made by the Company should the Purchase Agreement be signed.

THE PROPOSED NOTES ISSUE

Introduction

Reference is made to the announcement of the Company dated 24 October 2013 in relation to the issue of the Original Notes issued by the Company.

The Company proposes to conduct a further international offering of US\$ senior fixed rate notes on terms and conditions of the Original Notes, save for the issue date and the offer price.

Details of the Proposed Additional Notes Issue, including the aggregate principal amount and the offer price for the Additional Notes, will be determined through a book building exercise to be conducted by CMS (HK) and J.P. Morgan as the joint global coordinators and CMS (HK), J.P. Morgan, Deutsche Bank, Credit Suisse and UBS as the joint lead managers and the joint bookrunners. The completion of the Proposed Additional Notes Issue is subject to market conditions and investor interest. Upon finalizing the terms of the Additional Notes, CMS (HK), J.P. Morgan, Deutsche Bank, Credit Suisse and UBS and the Company, among others, will enter into the Purchase Agreement, pursuant to which CMS (HK), J.P. Morgan, Deutsche Bank, Credit Suisse and UBS will be the initial purchasers of the Additional Notes. The Company will make further announcement in respect of the Proposed Additional Notes Issue upon the execution of the Purchase Agreement.

The Additional Notes have not been and will not be registered under the U.S. Securities Act. The Additional Notes will only be offered (i) in the United States to qualified institutional buyers in reliance on the exemption from the registration requirements of the U.S. Securities Act provided by Rule 144A of the U.S. Securities Act and (ii) outside the United States to non-U.S. persons (as defined under Regulation S) in compliance with Regulation S under the U.S. Securities Act. None of the Additional Notes will be offered to the public in Hong Kong or be placed to any connected person of the Company.

Use of Proceeds for the Proposed Additional Notes Issue

The Proposed Additional Notes Issue is being undertaken to refinance the existing indebtedness of the Group.

Listing

The Original Notes are listed on the Stock Exchange. The Company will procure that the Additional Notes will also be listed on the Stock Exchange upon issue. A confirmation of the eligibility for the listing of the Additional Notes has been received from the Stock Exchange.

GENERAL

As the Proposed Additional Notes Issue may or may not materialize, investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company.

A further announcement in respect of the Proposed Additional Notes Issue will be made by the Company should the Purchase Agreement be signed.

DEFINITIONS

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

“Additional Notes”	US\$ denominated senior notes to be issued by the Issuer;
“Board”	the board of Directors;
“Credit Suisse”	Credit Suisse Securities (Europe) Limited, one of the joint lead managers and joint bookrunners in respect of the offer and sale of the Additional Notes;
“CMS (HK)”	China Merchants Securities (HK) Co., Limited, one of the joint global coordinators, joint lead managers and joint bookrunners in respect of the offer and sale of the Additional Notes;
“Company”	Evergrande Real Estate Group Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the main board of the Stock Exchange;
“connected person”	has the meaning ascribed to it under the Listing Rules;
“Deutsche Bank”	Deutsche Bank AG, Singapore Branch, one of the joint lead managers and joint bookrunners in respect of the offer and sale of the Additional Notes;
“Directors”	the directors of the Company;
“Group”	the Company and its subsidiaries;

“J.P. Morgan”	J.P. Morgan Securities plc, one of the joint global coordinators, joint lead managers and joint bookrunners in respect of the offer and sale of the Additional Notes;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“Initial Purchasers”	CMS (HK), J.P. Morgan, Deutsche Bank, Credit Suisse and UBS;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“Original Notes”	US\$1,000 million 8.75% Senior Notes due 2018 issued by the Company on 30 October 2013;
“PRC”	the People’s Republic of China;
“Proposed Additional Notes Issue”	the proposed issue of the Additional Notes by the Company;
“Purchase Agreement”	the agreement proposed to be entered into between, among others, the Company, CMS (HK), J.P. Morgan, Deutsche Bank, Credit Suisse and UBS in relation to the Proposed Additional Notes Issue;
“Securities Act”	the United States Securities Act of 1933, as amended;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“UBS”	UBS AG, Hong Kong Branch, one of the joint lead managers and joint bookrunners in respect of the offer and sale of the Additional Notes; and
“US\$”	United States dollars, the lawful currency of the United States of America.

By order of the Board
Evergrande Real Estate Group Limited
Hui Ka Yan
Chairman

Hong Kong, 6 November 2013

As at the date of this announcement, the executive Directors are Mr. Hui Ka Yan, Mr. Xia Haijun, Mr. Li Gang, Mr. Tse Wai Wah, Mr. Xu Wen and Mr. Lai Lixin, and the independent non-executive Directors are Mr. Chau Shing Yim, David, Mr. He Qi and Ms. Xie Hongxi.