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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)

ISSUANCE OF ADDITIONAL US\$500 MILLION 8.75% SENIOR NOTES DUE 2018

Reference is made to the announcements of the Company dated 24 October 2013 and 6 November 2013 in respect of the Original Notes and the Additional Notes Issue, respectively.

On 6 November 2013, the Company and the Subsidiary Guarantors entered into the Purchase Agreement with CMS (HK), J.P. Morgan, Deutsche Bank, Credit Suisse and UBS in connection with the Additional Notes Issue.

The estimated net proceeds of the Additional Notes Issue, after deduction of expenses, will amount to approximately US\$497 million, which the Company intends to use 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.

Reference is made to the announcements of the Company dated 24 October 2013 and 6 November 2013 in respect of the Original Notes and the Additional Notes Issue, respectively.

The Board is pleased to announce that on 6 November 2013, the Company and the Subsidiary Guarantors entered into the Purchase Agreement with CMS (HK), J.P. Morgan, Deutsche Bank, Credit Suisse and UBS in connection with the Additional Notes Issue.

THE PURCHASE AGREEMENT

Date: 6 November 2013

Parties to the Purchase Agreement

- (a) the Company as the issuer;
- (b) certain subsidiaries of the Company as Subsidiary Guarantors of the Company's obligations under the Notes;
- (c) CMS (HK);
- (d) J.P. Morgan;
- (e) Deutsche Bank;
- (f) Credit Suisse; and
- (g) UBS.

CMS (HK) and J.P. Morgan are the joint global coordinators and CMS (HK), J.P. Morgan, Deutsche Bank, Credit Suisse and UBS are the joint lead managers and joint bookrunners in respect of the offer and sale of the Additional Notes. CMS (HK), J.P. Morgan, Deutsche Bank, Credit Suisse and UBS are also the Initial Purchasers of the Additional Notes. To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, each of CMS (HK), J.P. Morgan, Deutsche Bank, Credit Suisse and UBS are an independent third party and not a connected person of the Company.

The Additional Notes have not been, and will not be, registered under the 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.

Principal terms of the Additional Notes

The principal terms of the Additional Notes are the same as the terms of the Original Notes as set forth in the announcement of the Company dated 24 October 2013, other than the followings:

Notes Offered

Subject to certain conditions to completion, the Company will issue the Additional Notes in the aggregate principal amount of US\$500 million which will mature on 30 October 2018, unless earlier redeemed pursuant to the terms thereof.

Offering Price

The offer price of the Additional Notes will be 100% of the principal amount of the Additional Notes plus accrued interest from (and including) 30 October 2013 to (but excluding) 12 November 2013.

Use of Proceeds for the Additional Notes Issue

The estimated net proceeds of the Additional Notes Issue, after deduction of expenses, will amount to approximately US\$497 million, which the Company intends to use 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. 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.

DEFINITIONS

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

“Additional Notes”	the additional 8.75% Senior Notes due 2018 in the principal amount of US\$500 million to be issued by the Company on terms and conditions of the Original Notes (to be consolidated and form a single series with the Original Notes);
“Additional Notes Issue”	the issue of the Additional Notes by the Company;
“Board”	the board of Directors;
“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;

“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;
“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;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“Initial Purchasers”	CMS (HK), J.P. Morgan, Deutsche Bank, Credit Suisse and UBS;
“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;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“Notes	the Additional Notes and the Original Notes;
“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;
“Purchase Agreement”	the agreement dated 6 November 2013 entered into between, among others, the Company, CMS (HK), J.P. Morgan, Deutsche Bank, Credit Suisse and UBS in relation to the Additional Notes Issue;
“Securities Act”	the United States Securities Act of 1933, as amended;
“Subsidiary Guarantors”	certain subsidiaries of the Company that on the issue date of the Additional Notes will provide guarantees to secure the Company’s obligations under the Notes;
“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, 7 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.