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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)**

**APPROVAL OF LISTING OF  
EVERGRANDE CULTURE INDUSTRY GROUP CO., LTD.  
("EVERGRANDE CULTURE") ON THE NATIONAL EQUITIES EXCHANGE AND  
QUOTATIONS SYSTEM ("PRC NEW THIRD BOARD")**

The Company is pleased to announce that Evergrande Culture, a wholly-owned subsidiary of the Company, has received a letter of approval from National Equities Exchange and Quotations Co., Ltd., which approved the listing of the shares of Evergrande Culture on NEEQS. The Company expects that the shares of Evergrande Culture will be listed on NEEQS from 4 December 2015.

Evergrande Culture is the only large-scale cultural conglomerate in the PRC which effectively integrates cinemas, music, film and television entertainment, agency, distribution, and comics and animation businesses. With Evergrande cinemas as the leading industry, the six industries share resources and optimize allocation. As at November 2015, Evergrande cinemas have 35 cinema complexes with 245 screens in 33 cities. For music, Evergrande Culture currently has 22,000 songs in its copyright library, which ranks first among record companies in mainland. For film, one of the television series invested by Evergrande Culture created the highest rating on record in the PRC and the movies invested by Evergrande Culture have won the Silver Bear Award in the Berlin Film Festival and the Taiwan Golden Horse Award and were selected to compete for the Oscar Academy Award for Best Foreign Language Film.

Along with the rapid growth in wealth of Chinese citizens, the average annual growth rate of the value of the cultural industry has far exceeded the GDP growth rate in the corresponding period, which shows immense potential in the cultural industry to grow into an economic pillar industry. In the next three to five years, it is expected that Evergrande cinemas will have 335 cinema complexes established and put into operation with the number of screens breaking through the 2,300 mark. Evergrande Culture will become a first-class new cinema operator in the PRC; Music, film and television entertainment, comics and animation, distribution and agency will, through the synergy with the cinemas, develop and forge a whole industry chain operation system. Upon Listing, Evergrande Culture will become "first stock of integrated cultural industry in the PRC" and continuously contribute to the innovation, prosperity and development of the cultural industry.

## **WAIVER FROM STRICT COMPLIANCE WITH PARAGRAPH 3(F) OF PRACTICE NOTE 15 OF THE LISTING RULES**

Paragraph 3(f) of Practice Note 15 of the Listing Rules requires listed issuers contemplating a spin-off to provide existing shareholders with an assured entitlement to shares in the spun-off entity, either by way of a distribution in specie of existing shares in the spun-off entity or by way of preferred application in any offering of existing or new shares in the spun-off entity. However, based on the advice of the PRC legal counsel of Evergrande Culture, foreign natural persons, legal persons or institutions cannot invest in the shares quoted on the NEEQS unless they are (i) existing foreign shareholders, (ii) qualified foreign institutional investors, (iii) Renminbi qualified foreign institutional investors, (iv) strategic investors that are approved by the relevant PRC authorities, or (v) foreign natural persons who are permanent residents in the PRC or residents of Hong Kong, Macao and Taiwan working and living in Mainland China having securities assets of over RMB5 million and are experienced in securities investment for more than two years. As a result, it is not feasible for the proposed listing to comply with Paragraph 3(f) of Practice Note 15 of the Listing Rules. The Company, accordingly, has applied for, and the Stock Exchange has granted, a waiver from strict compliance with the requirements of Paragraph 3(f) of Practice Note 15 of the Listing Rules.

Having considered that Evergrande Culture and the Company would need to comply with the requirements under the laws of the PRC, and Evergrande Culture will remain a subsidiary of the Company upon completion of the proposed listing, the Board is of the view that the proposed listing and the non-provision of an assured entitlement in relation to the proposed listing of Evergrande Culture are fair and reasonable, and in the interests of the Company and its shareholders as a whole.

### **DEFINITIONS**

In this announcement, unless the context otherwise requires, the following expressions will have the following respective meanings:

“Board”	the board of directors of the Company;
“Company”	Evergrande Real Estate Group Limited, a company incorporated in the Cayman Islands, the shares of which are listed on the Main Board of the Stock Exchange;
“Evergrande Culture”	恒大文化產業集團股份有限公司 (Evergrande Culture Industry Group Co., Ltd.*), a wholly-owned subsidiary incorporated in the PRC of the Company;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“NEEQS”	全國中小企業股份轉讓系統 (National Equities Exchange and Quotations System);
“PRC”	the People’s Republic of China;

“Stock Exchange”	The Stock Exchange of Hong Kong Limited; and
“PRC New Third Board”	The NEEQS, a platform established for the sale of existing shares or private placing of new shares by small and medium-sized enterprises, on which over 4,200 companies are currently quoted.

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

Hong Kong, 4 December 2015

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

\* *For identification only*