

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement does not constitute an offer to sell or the solicitation of an offer to buy any securities in the United States or any other jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No securities may be offered or sold in the United States absent registration or an applicable exemption from registration requirements. Any public offering of securities to be made in the United States will be made by means of a prospectus. Such prospectus will contain detailed information about the company making the offer and its management and financial statements. No public offer of securities is to be made in the United States.



GREENTOWN CHINA HOLDINGS LIMITED

綠城中國控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 03900)

REDEMPTION OF US\$560,966,000 8.50% SENIOR NOTES DUE 2018

Reference is made to the announcements of Greentown China Holdings Limited (the “**Company**”) dated 29 January 2013 and 4 February 2013 in relation to the issue of 8.50% senior notes due 2018 (the “**Notes**”) in the aggregate principal amount of US\$400,000,000 (the “**Original Notes**”) by the Company, 27 March 2013 and 5 April 2013 in relation to the further issuance of Notes in the aggregate principal amount of US\$300,000,000 (the “**Additional Notes**”) that was consolidated and formed a single series with the Original Notes, and 3 August 2015 and 11 August 2015 in relation to the exchange and cancellation of US\$139,034,000 of the principal amount of the Notes.

The Original Notes were listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) on or about 5 February 2013 and the Additional Notes were listed on the Stock Exchange on or about 8 April 2013. As of the date of this announcement, the principal amount of the Notes outstanding is US\$560,966,000.

Pursuant to the terms of the indenture dated as of 4 February 2013 as supplemented by the first supplemental indenture dated 10 December 2013 and the second supplemental indenture dated 31 July 2015, among, inter alia, the Issuer and DB Trustees (Hong Kong) Limited, as trustee (the “**Trustee**”) entered into in connection with the Notes (the “**Indenture**”), the Company wishes to announce that it has decided to exercise its option to redeem the entire outstanding amount of the Notes (the “**Redemption**”) on 31 May 2016 (the “**Redemption Date**”) at a redemption price of 104.250% of the principal amount of the Notes to be redeemed, plus accrued and unpaid interest, if any, from 4 February 2016 to (but not including) the

* For identification purposes only

Redemption Date (the “**Redemption Price**”). A notice informing the holders of the Notes (the “**Noteholders**”) that the Issuer will redeem the Notes has been sent to the Noteholders via the standard procedures of Euroclear and Clearstream.

The Company has informed the Trustee that all the outstanding Notes will be redeemed in full at the Redemption Price on the Redemption Date. Upon redemption of the outstanding Notes on the Redemption Date, all the redeemed Notes will be cancelled. Upon completion of the Redemption, there will be no further outstanding Notes in issue. Accordingly, the Company will make an application to the Stock Exchange for the Notes to be delisted.

By order of the Board
Greentown China Holdings Limited
Fung Ching, Simon
Company Secretary

Hangzhou, the PRC

3 May 2016

As at the date of this announcement, the Board comprises seven executive directors, namely Mr Song Weiping, Mr Liu Wensheng, Mr Sun Guoqiang, Mr Shou Bainian, Mr Cao Zhounan, Mr Li Qingan, and Mr Li Yongqian, and four independent non-executive directors, namely Mr Jia Shenghua, Mr Ke Huanzhang, Mr Sze Tsai Ping, Michael and Mr Hui Wan Fai.