

*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, management, as well as financial statements. No public offer of securities is to be made by the Company in the United States.*



**建業地產股份有限公司 \***

**Central China Real Estate Limited**

*(Incorporated in the Cayman Islands with limited liability)*

(Stock Code: 0832)

**RESULT OF CONSENT SOLICITATION IN RESPECT OF  
S\$175,000,000 10.75% SENIOR NOTES DUE 2016**

This announcement is made by Central China Real Estate Limited (the “**Company**”) pursuant to the Inside Information Provisions (as defined under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rule 13.09(2)(a) of the Listing Rules.

Reference is made to the announcements by the Company on 2 December 2014 (the “**Announcements**”) in relation to the solicitation of consents (the “**Consent Solicitation**”) to certain proposed amendments (the “**Proposals**”), as described therein, to the indenture, dated 18 April 2012 (as supplemented or amended to the date hereof, the “**Indenture**”), by and among the Company, the Subsidiary Guarantors (as defined therein) and DB Trustees (Hong Kong) Limited, as trustee, governing its S\$175,000,000 10.75% Senior Notes due

\* *For identification purposes only*

2016 (Common Code 077184287, ISIN XS0771842878) (the “Notes”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the Announcements.

As indicated in the Consent Solicitation Statement dated 2 December 2014, the consent solicitation period expired at 5:00 p.m., Central European Time, on 15 December 2014.

The Company announces that it has received the Requisite Consents (as defined in the Consent Solicitation Statement) necessary for the Proposals. As the Requisite Consents have been obtained, the Company and the Subsidiary Guarantors intend to execute and deliver to the trustee a supplemental indenture as soon as practicable to give effect to the Proposals.

The distribution of this announcement in certain jurisdictions may be restricted by law. Persons into whose possession this announcement comes are required to inform themselves about, and to observe, any such restrictions.

For further information in relation to the Consent Solicitation, please contact the information and tabulation agent for the Consent Solicitation, D.F. King & Co., Inc. (telephone: +44 20 7920 9700 or +1 212 269 5550; email: centralchina@dfkingltd.com) or visit its website: [www.king-worldwide.com/centralchina](http://www.king-worldwide.com/centralchina).

## **FORWARD-LOOKING INFORMATION**

Forward-looking statements in this announcement, including those statements relating to the Consent Solicitation, such as the payment of the consent fee and the execution of the supplemental indenture, are based on current expectations. These statements are not guarantees of future events or results. Future events and results involve some risks, uncertainties and assumptions that are difficult to predict. Actual events and results could vary materially from the description contained herein due to many factors including changes in the market and price for the Notes; changes in the business and financial condition of the Company and its subsidiaries; changes in the debt markets in general; and the occurrence of events specified in the Consent Solicitation that would trigger a condition permitting termination or amendment of the Consent Solicitation.

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

By order of the Board  
**Central China Real Estate Limited**  
**Wu Po Sum**  
*Chairman*

Hong Kong, 16 December 2014

*As at the date of this announcement, the Board comprised eight Directors, of which Mr. Wu Po Sum and Ms. Yan Yingchun are executive Directors, Mr. Lucas Ignatius Loh Jen Yuh, Mr. Leow Juan Thong Jason and Ms. Wu Wallis (alias Li Hua) are non-executive Directors, Mr. Cheung Shek Lun, Mr. Muk Kin Yau and Mr. Xin Luo Lin are independent non-executive Directors.*