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New World China Land Limited **新世界中國地產有限公司**

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 917)

APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER AND FINANCIAL ADVISER

Reference is made to the joint announcement dated 6 January 2016 (the “**Joint Announcement**”) published by New World China Land Limited (the “**Company**”), New World Development Company Limited (“**NWD**”) and Easywin Enterprises Corporation Limited (the “**Offeror**”) in respect of, among others, a voluntary conditional cash offer by The Hongkong and Shanghai Banking Corporation Limited on behalf of the Offeror, a wholly-owned subsidiary of NWD, to acquire all the issued shares of the Company (other than those already held by the Offeror and NWD) and to cancel all the outstanding options of the Company. Unless otherwise defined herein, capitalised terms used herein shall have the meanings ascribed to them in the Joint Announcement.

APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

This announcement is made pursuant to Rule 2.1 of the Takeovers Code.

The board of directors of the Company (the “**Board**”) hereby announces that on 8 January 2016, Somerley Capital Limited (a licensed corporation which is permitted to conduct type 1 (dealing in securities) and type 6 (advising on corporate finance) regulated activities under the Securities and Futures Ordinance (Cap 571 of the Laws of Hong Kong)(“**SFO**”) has been appointed as the NWCL Independent Financial Adviser to advise the NWCL Independent Board Committee in connection with the Offers and such appointment has been approved by the NWCL Independent Board Committee.

The advice of the NWCL Independent Financial Adviser and the recommendation of the NWCL Independent Board Committee will be included in the Composite Document to be despatched to the NWCL Shareholders in due course.

APPOINTMENT OF FINANCIAL ADVISER

The Board hereby announces that on 8 January 2016, Merrill Lynch (Asia Pacific) Limited (“MLAP”) has been appointed as financial adviser to the Company in connection with the Offers. MLAP is a licensed corporation which is permitted to conduct type 1 (dealing in securities), type 4 (advising on securities) and type 6 (advising on corporate finance) regulated activities under the SFO.

WARNING: NWCL Shareholders, NWCL Optionholders, holders of NWCL Bonds and/or potential investors of the Company should be aware that the Offers are subject to the satisfaction and/or waiver (where applicable) of the Conditions. Accordingly, the Offers may or may not become unconditional. NWCL Shareholders, NWCL Optionholders, holders of NWCL Bonds and/or potential investors of the Company should therefore exercise caution when dealing in the securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.

By Order of the Board
Ngan Man-Ying, Lynda
Company Secretary

Hong Kong, 8 January 2016

As at the date of this announcement, the board of directors of the Company comprises (a) seven executive directors, namely Dr. Cheng Kar-Shun, Henry, Mr. Cheng Kar-Shing, Peter, Dr. Cheng Chi-Kong, Adrian, Ms. Cheng Chi-Man, Sonia, Mr. Cheng Chi-Him, Conrad, Mr. Fong Shing-Kwong, Michael and Ms. Ngan Man-Ying, Lynda; and (b) four independent non-executive directors, namely Dr. Cheng Wai-Chee, Christopher, Hon. Tien Pei-Chun, James, Mr. Lee Luen-Wai, John and Mr. Ip Yuk-Keung, Albert.

The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.