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華潤置地有限公司

China Resources Land Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1109)

**COMPLETION OF PLACING OF EXISTING SHARES AND
TOP-UP SUBSCRIPTION FOR NEW SHARES
UNDER GENERAL MANDATE**

Placing Agent

**Goldman
Sachs**

The Company is pleased to announce that completion of the Placing and the Subscription took place on 24 October 2019 and 1 November 2019, respectively. The Company received total net proceeds of approximately HK\$6.72 billion from the Subscription and intends to use the same for (i) acquisition and development of the land in relation to the projects of the Group; and (ii) as general working capital of the Group.

Reference is made to the announcement of the Company dated 22 October 2019 (the “**Announcement**”) in relation to, among other things, the Placing and the Subscription. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement.

COMPLETION OF THE PLACING AND THE SUBSCRIPTION

The Company is pleased to announce that completion of the Placing and the Subscription took place on 24 October 2019 and 1 November 2019, respectively.

A total of 200,000,000 Placing Shares have been successfully placed at the Placing Price of HK\$33.65 per Share to no fewer than six independent placees selected and/or procured by or on behalf of the Placing Agent. The Placing Agent, the placees and their respective ultimate beneficial owners are independent of and not connected with the Company and its connected persons or any of its respective associates. None of the placees and their ultimate beneficial owners has become a substantial shareholder (as defined under the Listing Rules) of the Company upon taking up the Placing Shares.

Further, all the conditions of the Subscription have been fulfilled and completion of the Subscription took place on 1 November 2019. A total of 200,000,000 Subscription Shares (equal to the number of the Placing Shares successfully placed under the Placing) were subscribed by the Vendor at the net Subscription Price (after deduction of the expenses incurred by the Vendor in relation to the Placing and the Subscription) of HK\$33.61 for each Subscription Share. The Subscription Shares represent approximately 2.8% of the issued share capital of the Company as enlarged by the allotment and issue of the Subscription Shares.

The Company received total net proceeds from the Subscription of approximately HK\$6.72 billion and intends to use the same for (i) acquisition and development of the land in relation to the projects of the Group; and (ii) as general working capital of the Group.

EFFECT OF THE PLACING AND THE SUBSCRIPTION

The table below sets out the shareholding structure of the Company before and after the Placing and the Subscription:

Shareholders	Immediately before Completion of the Placing and the Subscription		Immediately after Completion of the Placing but before Subscription		Immediately after Completion of the Placing and Subscription	
	No. of Shares	%	No. of Shares	%	No. of Shares	%
Vendor and its close associates	4,246,618,418	61.27	4,046,618,418	58.38	4,246,618,418	59.55
Directors	2,592,000	0.04	2,592,000	0.04	2,592,000	0.04
Placees	N/A	N/A	200,000,000	2.89	200,000,000	2.80
Other public Shareholders	<u>2,681,729,161</u>	<u>38.69</u>	<u>2,681,729,161</u>	<u>38.69</u>	<u>2,681,729,161</u>	<u>37.61</u>
Total	<u>6,930,939,579</u>	<u>100.00</u>	<u>6,930,939,579</u>	<u>100.00</u>	<u>7,130,939,579</u>	<u>100.00</u>

By Order of the Board
CHINA RESOURCES LAND LIMITED
TANG Yong
Chairman

Hong Kong, 1 November 2019

As at the date of this announcement, the executive directors of the Company are Mr. Tang Yong, Mr. Li Xin, Mr. Zhang Dawei, Mr. Xie Ji, Mr. Shen Tongdong and Mr. Wu Bingqi; the non-executive directors of the Company are Mr. Yan Biao, Mr. Chen Ying, Mr. Wang Yan and Mr. Chen Rong; and the independent non-executive directors of the Company are Mr. Andrew Y. Yan, Mr. Ho Hin Ngai, Bosco, Mr. Wan Kam To, Peter, Mr. Zhong Wei and Mr. Sun Zhe.