

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. The securities referred to herein will not be registered under the Securities Act, and may not be offered or sold in the United States except pursuant to an exemption from, or a transaction not subject to, the registration requirements of the Securities Act. 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. The Company does not intend to make any public offering of securities in the United States.



LVGEM

綠景(中國)地產投資有限公司

LVGEM (CHINA) REAL ESTATE INVESTMENT COMPANY LIMITED

(Incorporated in the Cayman Islands with limited liability)

(HKSE Stock Code: 95)

PROPOSED ISSUE OF ADDITIONAL SENIOR NOTES TO BE GUARANTEED BY THE COMPANY

Reference is made to the announcement of the Company dated 9 August 2017 in relation to the Original Notes Issue.

The Issuer, a wholly-owned subsidiary of the Company, proposes to conduct a further international offering of senior notes on terms and conditions of the Original Notes, save for the issue date and the offer price.

Completion of the Proposed Additional Notes Issue is subject to, among others, market conditions and investors' interest. Upon finalising the terms of the Additional Notes, it is expected that Nomura, Guotai Junan International, BOSC International, UBS, SPDB International, BOCOM International, VTB Capital, the Company, the Issuer and the Subsidiary Guarantors will enter into the Purchase Agreement.

If the Additional Notes are issued, the Group intends to use the net proceeds of the Proposed Additional Notes Issue for general corporate purposes and to finance new property projects. The Group may adjust its plans in response to changing market conditions and, thus, reallocate the use of the net proceeds.

The Original Notes are listed on the official list of the SGX-ST. Application has been made to SGX-ST for the listing and quotation of the Additional Notes on the official list of the SGX-ST. Admission to the official list of the SGX-ST and quotation of the Additional Notes on the SGX-ST are not to be taken as an indication of the merits of the Company, the Issuer, the Subsidiary Guarantors, the JV Subsidiary Guarantors (if any) or the Additional Notes. The SGX-ST assumes no responsibility for the correctness of any of the statements made, opinions expressed or reports contained in this announcement. No listing of the Additional Notes has been, and will be, sought in Hong Kong.

The Additional Notes have not been, and will not be, registered under the Securities Act. The Additional Notes are being offered outside the United States in offshore transactions in accordance with Regulation S under the Securities Act, and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. None of the Additional Notes will be offered to the public in Hong Kong.

As no binding agreement in relation to the Proposed Additional Notes Issue has been entered into as at the date of this announcement, the Proposed Additional Notes Issue may or may not materialise. Investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company. A further announcement in respect of the Proposed Additional Notes Issue will be made by the Company should the Purchase Agreement be signed.

THE PROPOSED ADDITIONAL NOTES ISSUE

Introduction

Reference is made to the announcement of the Company dated 9 August 2017 in relation to the Original Notes Issue.

The Issuer, a wholly-owned subsidiary of the Company, proposes to conduct a further international offering of senior notes on terms and conditions of the Original Notes, save for the issue date and the offer price.

Completion of the Proposed Additional Notes Issue is subject to, among others, market conditions and investors' interest. Upon finalising the terms of the Additional Notes, it is expected that Nomura, Guotai Junan International, BOSC International, UBS, SPDB International, BOCOM International, VTB Capital, the Company, the Issuer and the Subsidiary Guarantors will enter into the Purchase Agreement.

The Additional Notes have not been, and will not be, registered under the Securities Act. The Additional Notes are being offered outside the United States in offshore transactions in accordance with Regulation S under the Securities Act, and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. None of the Additional Notes will be offered to the public in Hong Kong.

Proposed use of proceeds

The Group is principally engaged in property development and property investment in the PRC, with projects mainly located in the core cities and central areas of the Pearl River Delta of the PRC. If the Additional Notes are issued, the Group intends to use the net proceeds of the Proposed Additional Notes Issue for general corporate purposes and to finance new property projects. The Group may adjust its plans in response to changing market conditions and, thus, reallocate the use of the net proceeds.

Listing

The Original Notes are listed on the official list of the SGX-ST. Application has been made to SGX-ST for the listing and quotation of the Additional Notes on the official list of the SGX-ST. Admission to the official list of the SGX-ST and quotation of the Additional Notes on the SGX-ST are not to be taken as an indication of the merits of the Company, the Issuer, the Subsidiary Guarantors, the JV Subsidiary Guarantors (if any) or the Additional Notes. The SGX-ST assumes no responsibility for the correctness of any of the statements made, opinions expressed or reports contained in this announcement. No listing of the Additional Notes has been, and will be, sought in Hong Kong.

GENERAL

As no binding agreement in relation to the Proposed Additional Notes Issue has been entered into as at the date of this announcement, the Proposed Additional Notes Issue may or may not materialise. Investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company. A further announcement in respect of the Proposed Additional Notes Issue will be made by the Company should the Purchase Agreement be signed.

DEFINITIONS

In this announcement, the following expressions shall have the meanings set forth below unless the context requires otherwise:

“Additional Notes”	the U.S. Dollar denominated senior fixed rate notes to be issued by the Issuer subject to the terms and conditions of the Purchase Agreement (to be consolidated and form a single series with the Original Notes)
“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Board”	the board of Directors
“BOCOM International”	BOCOM International Securities Limited
“BOSC International”	BOSC International Company Limited
“Company”	LVGEM (China) Real Estate Investment Company Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Main Board of the Stock Exchange
“Directors”	the directors of the Company
“Group”	the Company and its subsidiaries
“Guotai Junan International”	Guotai Junan Securities (Hong Kong) Limited
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Issuer”	Gemstones International Limited (碧玺国际有限公司), a company incorporated in the British Virgin Islands with limited liability and a wholly-owned subsidiary of the Company
“JV Subsidiary Guarantees”	the guarantees to be provided by the JV Subsidiary Guarantors
“JV Subsidiary Guarantors”	certain future subsidiaries of the Company which provide guarantees for the Additional Notes
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended, supplemented or otherwise modified from time to time)

“Original Notes”	the 8.5% senior notes due 2020 in the aggregate principal amount of US\$225,000,000 issued by the Issuer on 15 August 2017
“Original Notes Issue”	the issue of the Original Notes by the Issuer on 15 August 2017
“Nomura”	Nomura International plc
“PRC”	the People’s Republic of China, excluding Hong Kong, Macau Special Administrative Region and Taiwan for the purpose of this announcement
“Proposed Additional Notes Issue”	the proposed issue of the Additional Notes by the Issuer
“Purchase Agreement”	the agreement proposed to be entered into by and among Nomura, Guotai Junan International, BOSC International, UBS, SPDB International, BOCOM International, VTB Capital, the Company, the Issuer and the Subsidiary Guarantors in relation to the Proposed Additional Notes Issue
“Securities Act”	the United States Securities Act of 1933, as amended
“SGX-ST”	Singapore Exchange Securities Trading Limited
“SPDB International”	SPDB International Capital Limited
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subsidiary Guarantees”	the guarantees to be provided by the Subsidiary Guarantors
“Subsidiary Guarantors”	certain existing subsidiaries of the Company which provide guarantees for the Additional Notes
“UBS”	UBS AG Hong Kong Branch
“U.S. Dollars” or “US\$”	United States dollar(s), the lawful currency of the United States
“United States”	the United States of America
“VTB Capital”	VTB Capital plc

By order of the Board
LVGEM (China) Real Estate Investment Company Limited
HUANG Jingshu
Chairman

Hong Kong, 17 October 2017

As at the date of this announcement, the executive directors of the Company are Ms. HUANG Jingshu (Chairman), Mr. TANG Shouchun (Chief Executive Officer), Mr. YE Xingan, Ms. DENG Chengying and Mr. HUANG Hao Yuan; and the independent non-executive directors of the Company are Mr. ZHU Jiusheng, Mr. WANG Jing and Ms. HU Gin Ing.