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**恒隆集團有限公司**  
**HANG LUNG GROUP LIMITED**

*(Incorporated in Hong Kong with limited liability)*  
(Stock Code: 00010)



**恒隆地產有限公司**  
**HANG LUNG PROPERTIES LIMITED**

*(Incorporated in Hong Kong with limited liability)*  
(Stock Code: 00101)

**DISCLOSEABLE  
TRANSACTION**

**ANNOUNCEMENT**

**LAND ACQUISITION**

The respective boards of directors of HLG and HLP are pleased to announce that on 7 February 2013, HL (Wuhan), through listing-for-sale, acquired the Land Use Right of the Land at a consideration of RMB3,300 million (equivalent to approximately HK\$4,071 million) for commercial property development.

As the applicable percentage ratio is greater than 5% but less than 25% for the purpose of rule 14.07 of the Listing Rules, the Land Acquisition Transaction constitutes a discloseable transaction for HLG under the Listing Rules and is therefore subject to the requirements of reporting and announcement pursuant to Chapter 14 of the Listing Rules.

**INTRODUCTION**

On 7 February 2013, HL (Wuhan), through listing-for-sale, acquired the Land Use Right of the Land at a consideration of RMB3,300 million (equivalent to approximately HK\$4,071 million) for commercial property development. 武漢市土地交易中心 had issued the Confirmation Notice and in accordance with the conditions of the listing-for-sale documents, HL (Wuhan) had signed the Confirmation Letter and the Development and Compensation Agreement relating to the Reserved Land on 7 February 2013.

**DETAILS OF THE LISTING-FOR-SALE**

Date : 7 February 2013

Parties : Wuhan Land Resources and Planning Bureau as the vendor, and to the best of the knowledge, information and belief of the directors of HLG and HLP having made all reasonable enquiry, an independent third party to HLG, HLP and their respective connected persons

HL (Wuhan) as the purchaser

Purpose : for commercial and services development of the Land with a net site area of approximately 82,637 square meters and a maximum floor area of approximately 460,000 square meters, in addition thereto, the car park and ancillary facilities of approximately 201,000 square meters in accordance with the conditions of the listing-for-sale documents

## **CONSIDERATION AND PAYMENT TERMS**

The consideration for the acquisition of the Land Use Right of the Land is RMB3,300 million (equivalent to approximately HK\$4,071 million). In accordance with the Development and Compensation Agreement relating to the Reserved Land, the consideration was required to be paid / will be payable by cash instalments in the following manner:

<u>Required date of payment</u>	<u>Required amount paid / payable</u>
29 January 2013	RMB1,100 million (equivalent to HK\$1,358.97 million according to the exchange rate as of 18 January 2013) (being required deposit for the listing-for-sale)
Within 90 days of the date of the Development and Compensation Agreement relating to the Reserved Land	RMB2,200 million (equivalent to approximately HK\$2,712.03 million), being balance of the consideration

The consideration was the outcome of the listing-for-sale held by Wuhan Land Resources and Planning Bureau in 武汉市土地交易中心 on 7 February 2013 which was conducted in accordance with the relevant PRC laws and regulations. The consideration will be funded from HLP Group's internal resources and/or funded by bank borrowings by HLP Group.

## **REASONS FOR AND BENEFITS OF THE LAND ACQUISITION**

The Land is located in Qiaokou district, commercial and business center of Wuhan with light rail and mass transit railway accessibility. The directors of HLG and HLP believe that acquisition of the Land broadens the asset and earning base, and is part of our long-term investment plan in PRC, and will be beneficial to HLG and HLP and their respective shareholders as a whole. The directors of HLG and HLP also consider that the terms of the Land Acquisition Transaction are on normal commercial terms, and are fair and reasonable, and in the interests of HLG and HLP and their respective shareholders.

## **INFORMATION ON HLG AND HLP**

HLG is a company listed on the Stock Exchange and has been involved in property development in Hong Kong for more than 50 years. HLG is the holding company of HLP.

HLP is the property arm of HLG, being one of the largest property development and investment companies in Hong Kong in terms of its market capitalization. The principal activities of HLP are investment holding, and through its subsidiaries, property investment for rental income, property development for sales and leasing, car park management and property management, both in Hong Kong and PRC.

## GENERAL

As the applicable percentage ratio is greater than 5% but less than 25% for the purpose of rule 14.07 of the Listing Rules, the Land Acquisition Transaction constitutes a discloseable transaction for HLG under the Listing Rules and is therefore subject to the requirements of reporting and announcement pursuant to Chapter 14 of the Listing Rules.

## DEFINITIONS

In this announcement the following expressions have the meanings set out below unless the context requires otherwise:

“Confirmation Letter”	國有建設用地使用權成交確認書, the letter confirming (inter alia) the Land Acquisition Transaction signed by HL (Wuhan) on 7 February 2013 and to be signed and delivered by Wuhan Land Resources and Planning Bureau in accordance with the conditions of the listing-for-sale documents
“Confirmation Notice”	國有建設用地使用權競得通知單, the notice confirming the Land Acquisition Transaction, issued by 武漢市土地交易中心 to HL (Wuhan)
“Development and Compensation Agreement relating to the Reserved Land”	儲備土地開發補償協議書, the agreement entered into between HL (Wuhan) and 礄口區土地儲備事務中心, a PRC government bureau, on 7 February 2013 in relation to (inter alia) transfer of the Land Use Right in accordance with the conditions of the listing-for-sale documents
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong
“HL (Wuhan)”	Hang Lung (Wuhan) Limited, a wholly-owned subsidiary of HLP (which in turn is a non-wholly owned subsidiary of HLG)
“HLG”	Hang Lung Group Limited, a limited liability company incorporated under the laws of Hong Kong whose shares are listed on the main board of the Stock Exchange
“HLP”	Hang Lung Properties Limited, a limited liability company incorporated under the laws of Hong Kong whose shares are listed on the main board of the Stock Exchange and a non-wholly owned subsidiary of HLG
“HLP Group”	HLP together with its subsidiaries
“Hong Kong”	The Hong Kong Special Administrative Region of the PRC

“Land”	land lot number P(2013) 001 with a net site area of approximately 82,637 square meters located at Qiaokou district, Wuhan, Hubei Province, PRC 中國湖北省武漢市礄口區(東至民意四路，南至順道街，西至中心嘉園小區，北至京漢大道)
“Land Acquisition Transaction”	the successful acquisition of the Land Use Right of the Land through listing-for-sale for a term of 40 years by HLP Group on 7 February 2013
“Land Use Right”	國有建設用地使用權, state-owned construction land use right of the Land for a term of 40 years
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China (for the purpose of disclosure, excluding Hong Kong, Macau and Taiwan)
“RMB”	Renminbi, the lawful currency of PRC
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Wuhan Land Resources and Planning Bureau”	武漢市國土資源和規劃局 (Wuhan Land Resources and Planning Bureau), a PRC government bureau

*Unless otherwise specified in this announcement, amounts denominated in Renminbi have been converted, for the purpose of illustration only, into Hong Kong dollars at the rate of HK\$1.00 = RMB0.8112. This exchange rate is for the purpose of illustration only and does not constitute a representation that any amount has been, could have been or may be converted at the above rate or any other rates.*

By Order of the Board of  
**Hang Lung Group Limited**  
**Bella Peck Lim Chhoa**  
*Company Secretary*

By Order of the Board of  
**Hang Lung Properties Limited**  
**Bella Peck Lim Chhoa**  
*Company Secretary*

Hong Kong, 7 February 2013

*As at the date of this announcement, the board of directors of Hang Lung Group Limited comprises:*

*Executive Directors:* Mr. Ronnie C. CHAN, Mr. Philip N.L. CHEN and Mr. H.C. HO

*Non-Executive Director:* Mr. Gerald L. CHAN

*Independent Non-Executive Directors:* Mr. S.S. YIN, Dr. H.K. CHENG, Ms. Laura L.Y. CHEN and Mr. Simon S.O. IP

*As at the date of this announcement, the board of directors of Hang Lung Properties Limited comprises:*

*Executive Directors:* Mr. Ronnie C. CHAN, Mr. Philip N.L. CHEN and Mr. H.C. HO

*Non-Executive Director:* Mr. Nelson W.L. YUEN

*Independent Non-Executive Directors:* Mr. S.S. YIN, Mr. Ronald J. ARCULLI, Dr. H.K. CHENG, Ms. Laura L.Y. CHEN, Prof. P.W. LIU and Mr. Dominic C.F. HO