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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)

DISCLOSEABLE TRANSACTION
ACQUISITION OF SHARES IN HANG LUNG PROPERTIES LIMITED

The Board announces that the Company, through its wholly-owned subsidiaries, acquired on the open market in Hong Kong an aggregate of 100,979,000 HLPL Shares during the period from 5 June 2013 to 5 February 2014 (both dates inclusive) at an aggregate consideration of approximately HK\$2,545.14 million in cash.

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 Acquisition constitutes a discloseable transaction of the Company under the Listing Rules and is therefore subject to the requirements of reporting and announcement pursuant to Chapter 14 of the Listing Rules.

THE ACQUISITION

Dates : For the period from 5 June 2013 to 5 February 2014 (both dates inclusive)

Parties : (i) The wholly-owned subsidiaries of the Company
(ii) sellers in the open market in Hong Kong, and to the best of the knowledge, information and belief of the Directors and having made all reasonable enquiry, the sellers are independent third party to the Company and connected persons of the Company.

Interests acquired : An aggregate of 100,979,000 HLPL Shares, which represents approximately 2.25% of the total issued share capital of HLPL as at the date of this announcement. So far as the Directors are aware, there are no contractual restrictions which are applicable to the subsequent sale of the HLPL Shares under the Acquisition.

The Group holds approximately 52.87% of the total issued share capital of HLPL as at the date of this announcement.

TOTAL CONSIDERATION

The average price per share of the consideration is HK\$25.20, and the total consideration was approximately HK\$2,545.14 million in cash and was satisfied on the respective settlement dates from internal resources and/or by banking facilities of the Group.

The consideration per HLPL Share was the market rates quoted on the Stock Exchange at which the transactions for the Acquisition were executed.

INFORMATION ON THE COMPANY AND HLPL

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

HLPL is the property arm of the Company, being one of the largest property development and investment companies in Hong Kong in terms of its market capitalization. The principal activities of HLPL 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 the PRC.

Below is the published audited financial information of HLPL for the year ended 31 December 2012 and 31 December 2013:

	For the year ended 31 December 2012 (audited) in HK\$ million	For the year ended 31 December 2013 (audited) in HK\$ million
Profit before taxation	10,169	9,204
Profit after taxation	8,920	7,757
Net asset value	123,978	131,167

REASONS FOR AND BENEFITS OF THE ACQUISITION

The Board is of the view that the recent stock market conditions present a good opportunity for acquisition of HLPL Shares to increase the Company's ownership in HLPL and the Board is confident on the long term potential growth of the property investment and development industry in Hong Kong and the PRC in the future. The Board considers that the terms of the Acquisition, which were all conducted on the open market in Hong Kong, are on normal commercial terms, and are fair and reasonable, and in the interests of the Company and its shareholders as a whole.

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 Acquisition constitutes a discloseable transaction of the Company 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 following meanings set out below unless the context requires otherwise:

“Acquisition”	the purchase of an aggregate of 100,979,000 HLPL Shares conducted on the open market in Hong Kong during the period from 5 June 2013 to 5 February 2014 (both dates inclusive) for an aggregate consideration of approximately HK\$2,545.14 million
“Board”	the board of Directors of the Company
“Company”	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
“connected person”	has the meaning as defined in the Listing Rules
“Directors”	the directors of the Company
“Group”	the Company and its subsidiaries (for the purpose of disclosure, excluding HLPL and HLPL’s subsidiaries)
“HLPL”	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 the Company
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong
“HLPL Share(s)”	share(s) of HK\$1.00 each in the share capital of HLPL

“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)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent.

By Order of the Board
Bella Peck Lim CHHOA
Company Secretary

Hong Kong, 5 February, 2014

As at the date of this announcement, the Board comprises the following Directors:

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