



GEMDALE CORPORATION

THE SCIENCE OF LIVING

ANNOUNCEMENT ON THE ISSUANCE OF US DOLLAR BONDS BY AN OVERSEAS SUBSIDIARY

The Board of Directors of the Company and all its directors hereby warrant that there are no false representations, misleading statements or material omission in this announcement, and they individually and collectively accept full responsibility for the truthfulness, accuracy and completeness of the contents contained herein.

Gemdale Corporation considered and passed the Motion on the Company's Issuance of Debt Financing Instruments and the Motion on the Company's Authorization for External Guarantees in 2018 at the 2017 Annual General Meeting of Shareholders held on 15 May, 2018, giving the Company's management authority to issue direct debt financing instruments within a range of not more than RMB15 billion (or its equivalent in another foreign currency) according to the Company's capital needs and market conditions, and giving the Company's chairman authority to approve certain guarantees of the Company, including guarantees providing to each other between subsidiaries of the Company (including wholly-owned subsidiaries and controlled subsidiaries). It is detailed in the Announcement on the Resolution of the 2017 Annual General Meeting of Shareholders of Gemdale Corporation (Announcement No. 2018-016) published by the Company on *China Securities Journal*, *Shanghai Securities News*, *Securities Times* and the website of the Shanghai Stock Exchange on 16 May, 2018.

Gemdale Ever Prosperity Investment Limited (金地永隆投资有限公司) (hereinafter "Gemdale Ever Prosperity"), an overseas wholly-owned subsidiary of the Company, completed the issuance of US\$150 million senior unsecured fixed-rate

bonds over a term of three years on 6 September, 2018 (“Original Bond”). On 21 March, 2019, on the basis of the issuance of the Original Bond referred to above, Gemdale Ever Prosperity completed the bookkeeping and pricing work for an additional issuance of US\$300 million senior unsecured fixed-rate bonds (“Additional Overseas Bond Issuance”). Upon the completion of subsequent delivery, the bonds shall be arranged for listing on the Singapore Stock Exchange. The additional overseas bonds shall be combined with the Original Bond on the issue date to form a single series.

Basic information on the Additional Overseas Bond Issuance is set out as below:

1. Issuer: Gemdale Ever Prosperity Investment Limited
2. Guarantor: Famous Commercial Limited, an overseas wholly-owned subsidiary of the Company, provides full guarantee for the principal and interest of the bond concerned
3. Size of the additional issuance: US\$300 million
4. Issue price: 100.667%
5. Date of delivery of the additional issuance: 1 April, 2019
6. Bond maturity: 6 September, 2021
7. Bond interest rate: An annual coupon rate of 6.0% and interest is payable semi-annually
8. Bond yield: 5.7%
9. Bond rating: Ba3 (Moody’s) / BB- (Standard & Poor’s)

The success of this bond issuance is conducive to the Company’s further optimization of its financing structure and expansion of financing channels. It also lays the foundation for establishing good credit standing in overseas markets, thus in line with the development strategy of the Company.

Gemdale Corporation

23 March, 2019