

Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the prospectus dated November 26, 2018 (the “**Prospectus**”) of Kaisa Property Holdings Limited (the “**Company**”).

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This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for any securities. Potential investors should read the Prospectus for detailed information about the Global Offering described below before deciding whether or not to invest in the Offer Shares there being offered.

This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and District of Columbia) or any other jurisdiction where such distribution is prohibited by law. This announcement does not constitute and is not an offer to sell or a solicitation of any offer to buy securities in Hong Kong, the United States or elsewhere. The securities referred to in this announcement have not been and will not be registered under the U.S. Securities Act of 1933, as amended from time to time (the “**U.S. Securities Act**”) or any state securities laws of the United States and may not be offered or sold in the United States absent registration under the U.S. Securities Act or except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. There will be no public offering of securities of the Company in the United States.

In connection with the Global Offering, CLSA Limited, as stabilizing manager (the “**Stabilizing Manager**”) (or any person acting for it), on behalf of the Underwriters, may over-allocate or effect transactions with a view to stabilizing or supporting the market price of the Shares at a level higher than that which might otherwise prevail for a limited period after the Listing Date. However, there is no obligation on the Stabilizing Manager (its affiliates or any person acting for it) to conduct any such stabilizing action. Such stabilizing action, if taken, (a) will be conducted at the sole absolute discretion of the Stabilizing Manager (its affiliates or any person acting for it) and in what the Stabilizing Manager reasonably regards as the best interest of the Company, (b) may be discontinued at any time and (c) is required to be brought to an end within 30 days of the last day for lodging applications under the Hong Kong Public Offering. Such stabilization action, if taken, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules, as amended, made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Potential investors should be aware that stabilizing action cannot be taken to support the price of the Shares for longer than the stabilization period which begins on the Listing Date and is expected to expire on Saturday, December 29, 2018, being the 30th day after the last day for the lodging of the applications under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.

# Kaisa Property Holdings Limited

佳兆業物業集團有限公司

(incorporated in the Cayman Islands with limited liability)

## GLOBAL OFFERING

<b>Total number of Offer Shares under the Global Offering</b>	<b>:</b>	<b>35,000,000 Shares (subject to the Over-allotment Option)</b>
<b>Number of Hong Kong Offer Shares</b>	<b>:</b>	<b>3,500,000 Shares (subject to adjustment)</b>
<b>Number of International Offer Shares</b>	<b>:</b>	<b>31,500,000 Shares (including 3,035,040 Reserved Shares under the Preferential Offering) (subject to the Over-allotment Option and adjustment)</b>
<b>Offer Price</b>	<b>:</b>	<b>Not more than HK\$10.88 per Offer Share, plus brokerage of 1.0%, SFC transaction levy of 0.0027%, and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)</b>
<b>Nominal value</b>	<b>:</b>	<b>HK\$0.01 per Share</b>
<b>Stock code</b>	<b>:</b>	<b>2168</b>

### Joint Sponsors, Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers



### Joint Bookrunners and Joint Lead Managers



Application has been made by the Company to the Listing Committee for the granting of the approval for the listing of, and permission to deal in, the Shares in issue, the Shares to be issued as described in the Prospectus (including (i) the Shares to be issued pursuant to the Global Offering and (ii) the Shares to be issued pursuant to the Capitalization Issue and any exercise of the Over-allotment Option). Assuming that the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. on Thursday, December 6, 2018, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Thursday, December 6, 2018. In the event that the Over-allotment Option is exercised, an announcement will be made by the Company on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the website of the Company at [www.jzywy.com](http://www.jzywy.com).

The Global Offering comprises the Hong Kong Public Offering of initially 3,500,000 Shares (subject to adjustment) and the International Offering of initially 31,500,000 Shares (including 3,035,040 Reserved Shares under the Preferential Offering) (subject to the Over-allotment Option and adjustment), representing 10% and 90% of the total number of Offer Shares initially being offered under the Global Offering, respectively. The Preferential Offering to Qualifying Kaisa Shareholders comprises 3,035,040 Reserved Shares representing approximately 8.67% of the total number of Offer Shares initially available under the Global Offering which will be offered as an Assured Entitlement out of the Offer Shares under the International Offering. The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to reallocation as described in the section headed “Structure of the Global Offering” in the Prospectus. In particular, the Offer Shares to be offered in the Hong Kong Public Offering and the International Offering may, in certain circumstances, be reallocated as between these offerings at the discretion of the Joint Global Coordinators. If such reallocation is done other than pursuant to Practice Note 18 of the Listing Rules, in accordance with Guidance Letter HKEX-GL91-18, the maximum total number of Offer Shares that may be reallocated to the Hong Kong Public Offering will be 7,000,000 Shares, representing 20% of the number of the Offer Shares initially available under the Global Offering, and the final Offer Price shall be fixed at the bottom end of the indicative Offer Price range (i.e. HK\$9.08 per Offer Share) stated in the Prospectus. The Reserved Shares are not subject to such reallocation.

In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters, which is exercisable by the Joint Global Coordinators (on behalf of the International Underwriters) from the Price Determination Date until 30 days after the last day for the lodging of applications under the Hong Kong Public Offering, to require the Company to allot and issue up to an aggregate of 5,250,000 Shares, representing not more than 15% of the total number of the initial Offer Shares, at the same price per Offer Share under the International Offering, to cover over-allocations in the International Offering, if any.

Subject to the granting of the approval for listing of, and permission to deal in, the Shares on the Stock Exchange and compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Shares on the Stock Exchange or any other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made to enable the Shares to be admitted into CCASS.

The Offer Price will not be more than HK\$10.88 per Offer Share and is expected to be not less than HK\$9.08 per Offer Share, unless otherwise announced. Applicants under the Hong Kong Public Offering are required to pay, on application, the maximum offer price of HK\$10.88 per Offer Share plus brokerage fee of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$10.88 per Offer Share.

If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than the maximum offer price of HK\$10.88 per Offer Share (excluding brokerage, SFC transaction levy and the Stock Exchange trading fee thereon), or if the conditions of the Hong Kong Public Offering are not fulfilled in accordance with “Structure of the Global Offering – Conditions of the Global Offering” in the Prospectus or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy and the Stock Exchange trading fee, will be refunded, without interest or the cheque or banker’s cashier order will not be cleared. Any refund of your application monies will be made on Wednesday, December 5, 2018.

**Applications for the Hong Kong Offer Shares and Reserved Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, the relevant Application Forms and the designated website ([www.eipo.com.hk](http://www.eipo.com.hk)) for the White Form eIPO and the Blue Form eIPO.**

Applicants who would like the allotted Hong Kong Offer Shares to be issued in their own names should either (i) complete and sign the **WHITE** Application Form or (ii) submit applications online through the designated website of the **White Form eIPO** Service Provider at [www.eipo.com.hk](http://www.eipo.com.hk) through the **White Form eIPO** service. Applicants who would like the Hong Kong Offer Shares to be allotted in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either (i) complete and sign the **YELLOW** Application Form or (ii) give **electronic application instructions** to HKSCC via CCASS to cause HKSCC Nominees to apply for you. Qualifying Kaisa Shareholders who wish to be allocated the Reserved Shares under the Preferential Offering should (i) complete and sign the **BLUE** Application Form; or (ii) submit applications online through the designated website of the **Blue Form eIPO** Service Provider at [www.eipo.com.hk](http://www.eipo.com.hk) under the **Blue Form eIPO** service.

Copies of the Prospectus, together with the **WHITE** Application Form, may be obtained during normal business hours from 9:00 a.m. on Monday, November 26, 2018 until 12:00 noon on Thursday, November 29, 2018 from:

- any of the following offices of the Joint Global Coordinators:

**CLSA Limited** 18/F, One Pacific Place  
88 Queensway  
Hong Kong

**ABCI Capital Limited** 11/F, Agricultural Bank of China Tower  
50 Connaught Road Central  
Hong Kong

- any of the following branches of the receiving bank:

Bank of China (Hong Kong) Limited:

<b>District</b>	<b>Brand Name</b>	<b>Address</b>
Hong Kong Island	409 Hennessy Road Branch	409-415 Hennessy Road, Wan Chai, Hong Kong
	Gilman Street Branch	136 Des Voeux Road Central, Hong Kong
Kowloon	Mei Foo Mount Sterling Mall Branch	Shop N47-49, G/F, Mount Sterling Mall, Mei Foo Sun Chuen, Kowloon
New Territories	Sheung Shui Branch Securities Services Centre	136 San Fung Avenue, Sheung Shui, New Territories

Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business from 9:00 a.m. on Monday, November 26, 2018 until 12:00 noon on Thursday, November 29, 2018 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or from your stockbroker.

The **WHITE** or **YELLOW** Application Form completed in accordance with the instructions printed thereon, together with a cheque or banker's cashier order attached and marked payable to "**BANK OF CHINA (HONG KONG) NOMINEES LIMITED — KAISA PROPERTY PUBLIC OFFER**" should be deposited in the special collection boxes provided at any of the designated branches of the receiving bank referred to above on such dates and during such time as specified in the Application Forms at the following time:

Monday, November 26, 2018	—	9:00 a.m. to 5:00 p.m.
Tuesday, November 27, 2018	—	9:00 a.m. to 5:00 p.m.
Wednesday, November 28, 2018	—	9:00 a.m. to 5:00 p.m.
Thursday, November 29, 2018	—	9:00 a.m. to 12:00 noon

The latest time for lodging your application is 12:00 noon on Thursday, November 29, 2018. The application lists will be open from 11:45 a.m. to 12:00 noon on the same date, the last application day or such later time as described in the paragraph headed "How to Apply for Hong Kong Offer Shares and Reserved Shares — F. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

Applicants applying through the **White Form eIPO** or **Blue Form eIPO** service may submit applications through the designated website at [www.eipo.com.hk](http://www.eipo.com.hk) (24 hours daily, except on the last application day) from 9:00 a.m. on Monday, November 26, 2018 until 12:00 noon on Thursday, 29 November 29, 2018 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Thursday, November 29, 2018 or such later time as described in the section headed "How to Apply for Hong Kong Offer Shares and Reserved Shares — F. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

A **BLUE** Application Form will be despatched to each Qualifying Kaisa Shareholder together with a copy of the Prospectus to their respective address recorded on the register of members of Kaisa on the Record Date on or before Monday, November 26, 2018. Electronic copies of the Prospectus can be viewed from the websites of the Company at [www.jzywy.com](http://www.jzywy.com) and the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) under the "HKExnews — Listed Company Information — Latest Information" section. Qualifying Kaisa Shareholders who require a replacement of the **BLUE** Application Form should contact Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong or on its hotline 2862 8555. Printed copies of the Prospectus can be collected from the offices of the designated receiving bank or the offices of the Joint Global Coordinators as stated above.

Your completed **BLUE** Application Form, together with a cheque or a banker's cashier order attached and marked payable to "**BANK OF CHINA (HONG KONG) NOMINEES LIMITED — KAISA PROPERTY PREFERENTIAL OFFER**" for the payment, should be deposited in the special collection boxes provided at any of the branches of the receiving bank listed above at the following times:

Monday, November 26, 2018	—	9:00 a.m. to 5:00 p.m.
Tuesday, November 27, 2018	—	9:00 a.m. to 5:00 p.m.
Wednesday, November 28, 2018	—	9:00 a.m. to 5:00 p.m.
Thursday, November 29, 2018	—	9:00 a.m. to 12:00 noon

CCASS Clearing/Custodian Participants can input **electronic application instructions** at the following times on the following dates<sup>(1)</sup>:

Monday, November 26, 2018	—	9:00 a.m. to 8:30 p.m.
Tuesday, November 27, 2018	—	8:00 a.m. to 8:30 p.m.
Wednesday, November 28, 2018	—	8:00 a.m. to 8:30 p.m.
Thursday, November 29, 2018	—	8:00 a.m. to 11:30 a.m.

*Note:*

- (1) The times in this sub-section are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants and/or CCASS Investor Participants.

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Monday, November 26, 2018 until 11:30 a.m. on Thursday, November 29, 2018 or such later time as described in the section headed "How to Apply for Hong Kong Offer Shares and Reserved Shares — F. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

Please refer to the sections headed "Structure of the Global Offering" and "How to Apply for Hong Kong Offer Shares and Reserved Shares" in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering and the Preferential Offering.

The Company expects to announce the final Offer Price, the level of indication of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the Preferential Offering and the basis of allocation of Hong Kong Offer Shares and Reserved Shares (i) on the website of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)); and (ii) on the Company's website [www.jzywy.com](http://www.jzywy.com) on Wednesday, December 5, 2018.

The results of allocations (with the successful applicants' identification document numbers, where applicable) under the Hong Kong Public Offering will be made available from on Wednesday, December 5, 2018 through a variety of channels including the website of the Company at [www.jzywy.com](http://www.jzywy.com), and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) at the times and dates and in the manner specified in the section headed "How to Apply for Hong Kong Offer Shares and Reserved Shares — G. Publication of Results" in the Prospectus.

The Company will not issue temporary documents of title. Share certificates will only become valid certificates of title at 8:00 a.m. on Thursday, December 6, 2018 provided that the Global Offering has become unconditional in all respects and the right of termination described in the section headed “Underwriting — Underwriting Agreement and Expenses — Hong Kong Public Offering — Grounds for Termination” in the Prospectus has not been exercised. No receipt will be issued for sums paid on application.

Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, December 6, 2018. The Shares will be traded in board lots of 250 Shares each. The stock code of the Shares is 2168.

By order of the Board  
**Kaisa Property Holdings Limited**  
**LIAO Chuanqiang**  
*Chairman of the Board*

Hong Kong, November 26, 2018

*As at the date of this announcement, the executive Directors are Mr. LIAO Chuanqiang, Ms. GUO Li; and the independent non-executive Directors are Mr. LIU Hongbai, Ms. MA Xiumin and Mr. CHEN Bin.*