新城发展
FUTURE HOLDINGS

Future Land Development Holdings Limited
新城發展控股有限公司

(incorporated in the Cayman Islands with limited liability)
(Stock Code: 1030)

OVERSEAS REGULATORY ANNOUNCEMENT

INSIDE INFORMATION

FURTHER INFORMATION ON RESTRUCTURING

This announcement is made by Future Land Development Holdings Limited (the "**Company**", and together with its subsidiaries, the "**Group**") pursuant to the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rule 13.09(2)(a) and Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Reference is made to the announcements of the Company dated May 10, 2015, May 26, 2015, May 29, 2015, July 23, 2015, July 29, 2015, September 21, 2015, October 28, 2015, October 29, 2015 and November 6, 2015 in relation to the restructuring of the Group. Jiangsu Future Land Co., Ltd.* (江蘇新城地產股份有限公司) ("**Jiangsu Future Land**") is the Company's subsidiary with its B shares listed on the Shanghai Stock Exchange (the "**SSE**") (stock code: 900950) since 2001. Future Land Holdings Co., Ltd.* (新城控股集團股份有限公司) ("**Future Land Holdings**") is a wholly-owned subsidiary of the Company and is currently directly holding 58.86% of Jiangsu Future Land. The Company is contemplating a proposal for restructuring (the "**Restructuring**"), pursuant to which Future Land Holdings will issue A shares to all shareholders of Jiangsu Future Land (other than Future Land Holdings) (the "**Issuance**") and will absorb and merge Jiangsu Future Land by way of share swap (the "**Merger**", and the Issuance and the Merger collectively are referred to as the "**Absorption and Merger through Share Swap**").

Jiangsu Future Land made an announcement headlined "Announcement on the Cessation of Listing of the Shares of the Company"* (關於公司股票終止上市的公告) (the "**Announcement**") on November 18, 2015, pursuant to which Jiangsu Future Land has received "Decision on the Cessation of Listing of the Shares of Jiangsu Future Land Co., Ltd. Self-Regulation Decision No. [2015] 392"* (《關於江蘇新城地產股份有限公司股票終止上市的決定》自律監管決定書[2015] 392號) from the SEE on November 18, 2015. The shares of Jiangsu Future Land will cease to be listed on the SSE since November 23, 2015, after which the Issuance will be carried out at the ratio of one share of Jiangsu Future Land for 0.827 A share of Future Land Holdings. The Announcement was published in Chinese on the website of the SSE (www.sse.com.cn) on November 18, 2015.

Upon the release of further information by Jiangsu Future Land to the SSE in accordance with the applicable securities laws and regulations in China, the Company will make further announcement in accordance with the requirements under the Listing Rules.

By Order of the Board
Future Land Development Holdings Limited
WANG Zhenhua
Chairman

the PRC, November 19, 2015

As at the date of this announcement, the directors of the Company are Mr. Wang Zhenhua, Mr. Liang Zhicheng, Mr. Liu Yuanman and Mr. Chan Wai Kin as executive directors, Mr. Lv Xiaoping and Mr. Wang Xiaosong as non-executive directors and Mr. Chen Huakang, Mr. Zhu Zengjin and Mr. Zhong Wei as independent non-executive Directors.

* *Denotes English translation of the name of a Chinese company or entity or vice versa and is provided for identification purpose only.*