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KAISA GROUP HOLDINGS LTD.

佳兆業集團控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1638)

OVERSEAS REGULATORY ANNOUNCEMENT

This overseas regulatory announcement is issued pursuant to Rule 13.10B of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Reference is made to the announcement of Kaisa Group Holdings Ltd. (the “**Company**”) dated 4 August 2017 (the “**Announcement**”) in relation to the issue of the Additional 2020 Notes, the Additional 2022 Notes and the Additional 2024 Note. Unless otherwise defined, all terms used herein have the same meaning as defined in the Announcement.

Please refer to the attached supplemental offering memorandum (the “**Offering Memorandum**”) dated 4 August 2017 in relation to the Additional 2020 Notes, the Additional 2022 Notes and the Additional 2024 Note, which was published on the website of SGX-ST on 14 August 2017.

The posting of the Offering Memorandum on the website of Stock Exchange is only for the purpose of facilitating equal dissemination of information to investors in Hong Kong and compliance with Rule 13.10B of the Listing Rules, and not for any other purposes.

* For identification purposes only

The Offering Memorandum does not constitute a prospectus, notice, circular, brochure or advertisement offering to sell any securities to the public in any jurisdiction, nor is it an invitation to the public to make offers to subscribe for or purchase any securities, nor is it calculated to invite offers by the public to subscribe for or purchase any securities.

The Offering Memorandum must not be regarded as an inducement to subscribe for or purchase of any securities of the Company, and no such inducement is intended. No investment decision should be based on the information contained in the Offering Memorandum.

By Order of the Board
KAISA GROUP HOLDINGS LTD.
Kwok Ying Shing
Chairman and Executive Director

Hong Kong, 15 August 2017

As at the date of this announcement, the executive Directors are Mr. Kwok Ying Shing, Mr. Sun Yuenan, Mr. Zheng Yi, Mr. Yu Jianqing and Mr. Mai Fan; the non-executive Director is Ms. Chen Shaohuan; and the independent non-executive Directors are Mr. Zhang Yizhao, Mr. Rao Yong and Mr. Liu Xuesheng.

SUPPLEMENTAL INFORMATION MEMORANDUM*(to the Offering Memorandum dated June 22, 2017)***CONFIDENTIAL****US\$50,000,000****7.25% Senior Notes Due 2020****(to be consolidated and form a single series with the US\$285,000,000 7.25% Senior Notes due 2020 issued on June 30, 2017)****US\$120,000,000****8.50% Senior Notes Due 2022****(to be consolidated and form a single series with the US\$820,000,000 8.50% Senior Notes due 2022 issued on June 30, 2017)****US\$115,000,000****9.375% Senior Notes Due 2024****(to be consolidated and form a single series with the US\$2,120,000,000 9.375% Senior Notes due 2024 issued on June 30, 2017)****KAISA GROUP HOLDINGS LTD.***(incorporated in the Cayman Islands with limited liability)***Issue Price for Notes Due 2020: 100%****Issue Price for Notes Due 2022: 100%****Issue Price for Notes Due 2024: 101%****plus accrued interest from (and including) June 30, 2017 to (but excluding) August 9, 2017**

Kaisa Group Holdings Ltd. (the "Company") is proposing to issue 7.25% senior notes due 2020 in the aggregate principal amount of US\$50,000,000 (the "New 2020 Notes"), 8.50% senior notes due 2022 in the aggregate principal amount of US\$120,000,000 (the "New 2022 Notes") and 9.375% senior notes due 2024 in the aggregate principal amount of US\$115,000,000 (the "New 2024 Notes" and, together with the New 2020 Notes and the New 2022 Notes, the "New Notes"). The New 2020 Notes, the New 2022 Notes and the New 2024 Notes will be issued under the indenture (the "2020 Indenture") governing the Company's outstanding US\$285,000,000 7.25% Senior Notes due 2020 (the "Original 2020 Notes" and, together with the New 2020 Notes and any other Additional Notes that may be issued from time to time under the 2020 Indenture, the "2020 Notes"), the indenture (the "2022 Indenture") governing the Company's outstanding US\$820,000,000 8.50% Senior Notes due 2022 (the "Original 2022 Notes" and, together with the New 2022 Notes and any other Additional Notes that may be issued from time to time under the 2022 Indenture, the "2022 Notes"), and the indenture (the "2024 Indenture") governing the Company's outstanding US\$2,120,000,000 9.375% Senior Notes due 2024 (the "Original 2024 Notes" and, together with the New 2024 Notes and any other Additional Notes that may be issued from time to time under the 2024 Indenture, the "2024 Notes"), respectively. The New 2020 Notes, the New 2022 Notes and the New 2024 Notes constitute Additional Notes under the 2020 Indenture, the 2022 Indenture and the 2024 Indenture, respectively, and are identical in all respects with the Original 2020 Notes, the Original 2022 Notes and the Original 2024 Notes, respectively, other than with respect to the date of issuance and, for the New 2024 Notes, issue prices. The New 2020 Notes, the New 2022 Notes and the New 2024 Notes will each be represented by a temporary Regulation S global note issued under temporary ISIN and Common Code numbers to be used during the 40-day distribution compliance period after their respective issue date pursuant to Regulation S under the United States Securities Act of 1933, as amended (the "Securities Act"), but thereafter may be replaced by a permanent Regulation S global note with the same ISIN and Common Code numbers as the Original 2020 Notes, the Original 2022 Notes and the Original 2024 Notes, respectively. Upon completion of this issuance, the aggregate principal amount of the outstanding 2020 Notes will be US\$335,000,000, the aggregate principal amount of the outstanding 2022 Notes will be US\$940,000,000, and the aggregate principal amount of the outstanding 2024 Notes will be US\$2,235,000,000. Terms not defined in this supplemental information memorandum have the meanings given to them in the offering memorandum dated June 22, 2017 (the "Offering Memorandum"). The New 2020 Notes will bear interest at the rate of 7.25% per annum and will mature on June 30, 2020. The New 2022 Notes will bear interest at the rate of 8.50% per annum and will mature on June 30, 2022. The New 2024 Notes will bear interest at the rate of 9.375% per annum and will mature on June 30, 2024. Interest of each of the New 2020 Notes, the New 2022 Notes and the New 2024 Notes will be payable semi-annually in arrear on June 30 and December 30 of each year, beginning on December 30, 2017.

The 2020 Notes, the 2022 Notes and the 2024 Notes are senior obligations of the Company, guaranteed by certain of the Company's existing subsidiaries (the "Subsidiary Guarantors"), other than (1) those organized under the laws of the PRC and (2) certain other subsidiaries specified in "Description of the 2020 Notes", "Description of the 2022 Notes" and "Description of the 2024 Notes" in the accompanying Offering Memorandum. We refer to the guarantees by the Subsidiary Guarantors as Subsidiary Guarantees. The Company and the Subsidiary Guarantor Pledgors (as defined herein) have agreed to pledge the capital stock of the Subsidiary Guarantors held by them to secure the 2020 Notes, the 2022 Notes and the 2024 Notes and the Subsidiary Guarantees of such Subsidiary Guarantor Pledgors.

We have the option to redeem the 2020 Notes, the 2022 Notes and the 2024 Notes in certain circumstances and at certain redemption prices. See "Description of the 2020 Notes — Optional Redemption", "Description of the 2022 Notes — Optional Redemption" and "Description of the 2024 Notes — Optional Redemption" in the accompanying Offering Memorandum. Upon the occurrence of a Change of Control (as defined in the 2020 Indenture, the 2022 Indenture and the 2024 Indenture, we must make an offer to repurchase all the 2020 Notes, the 2022 Notes and the 2024 Notes outstanding at a purchase price equal to 101% of their principal amount, plus accrued and unpaid interest, if any, to the date of repurchase.

The 2020 Notes, the 2022 Notes and the 2024 Notes are (1) at least *pari passu* in right of payment against the Company with all other unsecured, unsubordinated Indebtedness (as defined in the 2020 Indenture, the 2022 Indenture and the 2024 Indenture) of the Company (subject to any priority rights of such unsecured, unsubordinated Indebtedness pursuant to applicable law), (2) senior in right of payment to any existing and future obligations of the Company expressly subordinated in right of payment to the 2020 Notes, the 2022 Notes and the 2024 Notes, (3) effectively subordinated to the secured obligations of the Company, the Subsidiary Guarantors and the JV Subsidiary Guarantors, to the extent of the value of the assets serving as security therefor (other than the collateral securing the 2020 Notes, the 2022 Notes and the 2024 Notes), and (4) effectively subordinated to all existing and future obligations of the Non-Guarantor Subsidiaries (as defined below). In addition, applicable law may limit the enforceability of the Subsidiary Guarantees, the JV Subsidiary Guarantees (as defined herein) and the pledge of any collateral. See the section entitled "Risk Factors — Risks Relating to the Subsidiary Guarantees, the JV Subsidiary Guarantees and the Collateral."

For a more detailed description of the 2020 Notes, the 2022 Notes and the 2024 Notes, see the sections entitled "Description of the 2020 Notes", "Description of the 2022 Notes" and "Description of the 2024 Notes" beginning on page 170 in the accompanying Offering Memorandum.

Investing in the 2020 Notes, the 2022 Notes and the 2024 Notes involves risks. See the section entitled "Risk Factors" beginning on page 18 in the accompanying Offering Memorandum.

Approval in-principle has been received from the Singapore Exchange Securities Trading Limited (the "SGX-ST") for the listing and quotation of the New 2020 Notes and the New 2022 Notes, and application will be made to the SGX-ST for the listing and quotation of the New 2024 Notes, on the SGX-ST. The New Notes are expected to be listed on the SGX-ST on or around August 11, 2017. The SGX-ST assumes no responsibility for the correctness of any of the statements made, opinions expressed or reports contained in this supplemental information memorandum. Approval in-principle from, admission to the Official list of, and listing and quotation of the New 2020 Notes, the New 2022 Notes and the New 2024 Notes on, the SGX-ST are not to be taken as an indication of the merits of the Company, the New 2020 Notes, the New 2022 Notes and the New 2024 Notes, the Subsidiary Guarantees, the Subsidiary Guarantors or their respective Subsidiaries or associated companies (if any).

The New 2020 Notes, the New 2022 Notes, the New 2024 Notes and the related Subsidiary Guarantees have not been and will not be registered under the Securities Act, and may not be sold within the United States or to U.S. person (as defined in Regulation S under the U.S. Securities Act) except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. The Notes are being sold only to non-U.S. persons outside the United States in compliance with Regulation S under the U.S. Securities Act ("Regulation S"). For a description of certain restrictions on resale and transfer, see the section entitled "Transfer Restrictions" in this supplemental information memorandum.

It is expected that delivery of the New 2020 Notes, the New 2022 Notes and the New 2024 Notes will be made on or about August 9, 2017 through the book-entry facilities of Euroclear Bank SA/NV ("Euroclear") and Clearstream Banking S.A. ("Clearstream") against payment therefor in immediately available funds.

The date of this supplemental information memorandum is August 4, 2017

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You should rely only on the information contained in this supplemental information memorandum and the accompanying Offering Memorandum. The accompanying Offering Memorandum contains important information with respect to an investment in the New 2020 Notes, the New 2022 Notes and the New 2024 Notes. This supplemental information memorandum is not complete without the accompanying Offering Memorandum. Terms not defined in this supplemental information memorandum have the meanings assigned to them in the accompanying Offering Memorandum. To the extent any information in this supplemental information memorandum (including any information incorporated by reference in it) is inconsistent with the accompanying Offering Memorandum, you should rely on this supplemental information memorandum, including information incorporated by reference.

This supplemental information memorandum and accompanying Offering Memorandum do not constitute an offer to sell to, or a solicitation of an offer to buy from, any person in any jurisdiction to whom it is unlawful to make the offer or solicitation in such jurisdiction. Neither the delivery of this supplemental information memorandum and accompanying Offering Memorandum nor any sale made hereunder shall, under any circumstances, create any implication that there has been no change in our affairs since the date of this supplemental information memorandum and accompanying Offering Memorandum or that the information contained in this supplemental information memorandum and accompanying Offering Memorandum is correct as of any time after that date.

This supplemental information memorandum and accompanying Offering Memorandum are not a prospectus for the purposes of the European Union's Directive 2003/71/EC (and any amendments thereto) as implemented in member states of the European Economic Area (the "EU Prospectus Directive"). This supplemental information memorandum and accompanying Offering Memorandum have been prepared on the basis

that all the issuance of the New 2020 Notes, the New 2022 Notes and the New 2024 Notes made to persons in the European Economic Area will be made pursuant to an exemption under the EU Prospectus Directive from the requirement to produce a prospectus in connection with the issuance of the New 2020 Notes, the New 2022 Notes and the New 2024 Notes.

We, having made all reasonable inquiries, confirm that: (i) this supplemental information memorandum and accompanying Offering Memorandum contain all information with respect to us, our subsidiaries and affiliates referred to in this supplemental information memorandum and accompanying Offering Memorandum, the New 2020 Notes, the New 2022 Notes and the New 2024 Notes and the Subsidiary Guarantees that is material in the context of the proposed issuance of the New 2020 Notes, the New 2022 Notes and the New 2024 Notes; (ii) the statements contained in this supplemental information memorandum and accompanying Offering Memorandum relating to us and our subsidiaries and our affiliates are in every material respect true and accurate and not misleading; (iii) the opinions and intentions expressed in this supplemental information memorandum and accompanying Offering Memorandum with regard to us and our subsidiaries and affiliates are honestly held, have been reached after considering all relevant circumstances and are based on reasonable assumptions; (iv) there are no other facts in relation to us, our subsidiaries and affiliates, the New 2020 Notes, the New 2022 Notes and the New 2024 Notes and the Subsidiary Guarantees, the omission of which would, in the context of the proposed issuance of the New 2020 Notes, the New 2022 Notes and the New 2024 Notes, make this supplemental information memorandum and accompanying Offering Memorandum, as a whole, misleading in any material respect; and (v) we have made all reasonable enquiries to ascertain such facts and to verify the accuracy of all such information and statements. We accept responsibility accordingly.

This supplemental information memorandum and accompanying Offering Memorandum are highly confidential. We are providing it solely for the purpose of enabling you to consider a purchase of the New 2020 Notes, the New 2022 Notes and the New 2024 Notes. You should read this supplemental information memorandum and accompanying Offering Memorandum before making a decision whether to purchase the New 2020 Notes, the New 2022 Notes and the New 2024 Notes. You must not use this supplemental information memorandum and accompanying Offering Memorandum for any other purpose, or disclose any information in this supplemental information memorandum and accompanying Offering Memorandum to any other person.

We have prepared this supplemental information memorandum and accompanying Offering Memorandum, and we are solely responsible for its contents. You are responsible for making your own examination of us and your own assessment of the merits and risks of investing in the New 2020 Notes, the New 2022 Notes and the New 2024 Notes. By purchasing the New 2020 Notes, the New 2022 Notes and the New 2024 Notes, you will be deemed to have acknowledged that you have made certain acknowledgements, representations and agreements as set forth under the section entitled “Transfer Restrictions” in this supplemental information memorandum.

No representation or warranty, express or implied, is made by Citicorp International Limited (the “Trustee”), Citibank, N.A., London Branch (the “Paying and Transfer Agent” and the “Registrar”) or any of their respective affiliates, directors or advisors as to the accuracy or completeness of the information set forth herein, and nothing contained in this supplemental information memorandum and accompanying Offering Memorandum is, or should be relied upon as, a promise or representation, whether as to the past or the future. None of the Trustee, the Paying and Transfer Agent or the Registrar or any of their respective affiliates, directors or advisors has independently verified any of the information contained in this supplemental information memorandum and accompanying Offering Memorandum, they can give no assurance that this information is accurate, truthful or complete, and, to the fullest extent permitted by law, none of them accepts any responsibility for the contents of this supplemental information memorandum and accompanying Offering Memorandum. This supplemental information memorandum and accompanying Offering Memorandum are not intended to provide the basis of any credit or other evaluation nor should it be considered as a recommendation by the Company, the Subsidiary Guarantors, the Trustee, the Paying and Transfer Agent or the Registrar that any recipient of this supplemental information memorandum and accompanying Offering Memorandum should purchase the New 2020 Notes, the New 2022 Notes and the New 2024 Notes.

Each person receiving this supplemental information memorandum and accompanying Offering Memorandum acknowledges that: (i) such person has been afforded an opportunity to request from us and to review, and has received, all additional information considered by it to be necessary to verify the accuracy of, or to supplement, the information contained herein; (ii) such person has not relied on the Trustee or any person affiliated with the Trustee in connection with any investigation of the accuracy of such information or its investment decision; and (iii) no person has been authorized to give any information or to make any representation concerning us, our subsidiaries and affiliates, the New 2020 Notes, the New 2022 Notes and the New 2024 Notes or the Subsidiary Guarantees (other than as contained herein and information given by our duly authorized officers and employees in connection with investors' examination of our company and the terms of the proposed issuance of the New 2020 Notes, the New 2022 Notes and the New 2024 Notes) and, if given or made, any such other information or representation should not be relied upon as having been authorized by us or the Trustee.

The New 2020 Notes, the New 2022 Notes, the New 2024 Notes and the Subsidiary Guarantees have not been approved or disapproved of by the United States Securities and Exchange Commission ("SEC"), any state securities commission in the United States or any other United States regulatory authority, nor have any of the foregoing authorities passed upon or endorsed the merits of the proposed issuance or the accuracy or adequacy of this supplemental information memorandum and accompanying Offering Memorandum. Any representation to the contrary is a criminal offense in the United States.

We are not making an offer to sell the New 2020 Notes, the New 2022 Notes and the New 2024 Notes, including the Subsidiary Guarantees, in any jurisdiction except where a sale is permitted. The distribution of this supplemental information memorandum and accompanying Offering Memorandum and the proposed issuance of the New 2020 Notes, the New 2022 Notes and the New 2024 Notes, including the Subsidiary Guarantees, may in certain jurisdictions be restricted by law. Persons into whose possession this supplemental information memorandum and accompanying Offering Memorandum come are required by us to inform themselves about and to observe any such restrictions. For a description of the restrictions on sales and resales of the New 2020 Notes, the New 2022 Notes and the New 2024 Notes, including the Subsidiary Guarantees, and distribution of this supplemental information memorandum and accompanying Offering Memorandum, see the sections entitled "Transfer Restrictions" in this supplemental information memorandum and the accompanying Offering Memorandum.

This supplemental information memorandum and accompanying Offering Memorandum summarize certain material documents and other information, and we refer you to them for a more complete understanding of what we discuss in this supplemental information memorandum and accompanying Offering Memorandum. In making an investment decision, you must rely on your own examination of us and the terms of the proposed issuance, including the merits and risks involved. We are not making any representation to you regarding the legality of an investment in the New 2020 Notes, the New 2022 Notes and the New 2024 Notes by you under any legal, investment, taxation or similar laws or regulations. You should not consider any information in this supplemental information memorandum and accompanying Offering Memorandum to be legal, business or tax advice. You should consult your own professional advisors for legal, business, tax and other advice regarding an investment in the New 2020 Notes, the New 2022 Notes and the New 2024 Notes.

We reserve the right to withdraw the proposed issuance of the New 2020 Notes, the New 2022 Notes and the New 2024 Notes at any time.

INCORPORATION BY REFERENCE

We incorporate by reference the filings and announcements we made to The Stock Exchange of Hong Kong Limited since June 22, 2017 as of the date of this supplemental information memorandum.

THE ISSUANCE

Terms used in this summary and not otherwise defined have the meanings given to them in the sections entitled “Description of the New 2020 Notes”, “Description of the New 2022 Notes” and “Description of the New 2024 Notes.”

Issuer	Kaisa Group Holdings Ltd.
New 2020 Notes to be issued. . .	US\$50,000,000 aggregate principal amount of 7.25% Senior Notes due 2020 (the “New 2020 Notes”), to be consolidated and form a single series with the US\$285,000,000 7.25% Senior Notes due 2020 issued by the Company on June 30, 2017 (the “Original 2020 Notes”)
New 2022 Notes to be issued. . .	US\$120,000,000 aggregate principal amount of 8.50% Senior Notes due 2022 (the “New 2022 Notes”), to be consolidated and form a single series with the US\$820,000,000 8.50% Senior Notes due 2022 issued by the Company on June 30, 2017 (the “Original 2022 Notes”)
New 2024 Notes to be issued. . .	US\$115,000,000 aggregate principal amount of 9.375% Senior Notes due 2024 (the “New 2024 Notes”), to be consolidated and form a single series with the US\$2,120,000,000 9.375% Senior Notes due 2024 issued by the Company on June 30, 2017 (the “Original 2024 Notes”)
Issue Price	100% of the principal amount with respect to the New 2020 Notes plus accrued interest from (and including) June 30, 2017 to (but excluding) August 9, 2017 100% of the principal amount with respect to the New 2022 Notes plus accrued interest from (and including) June 30, 2017 to (but excluding) August 9, 2017 101% of the principal amount with respect to the New 2024 Notes plus accrued interest from (and including) June 30, 2017 to (but excluding) August 9, 2017
Maturity Dates	June 30, 2020 with respect to the New 2020 Notes June 30, 2022 with respect to the New 2022 Notes June 30, 2024 with respect to the New 2024 Notes
Interest	The New 2020 Notes, the New 2022 Notes and the New 2024 Notes will bear interest at the rate of 7.25%, 8.50% and 9.375% per annum, respectively, payable semi-annually in arrears on June 30 and December 30 of each year
Use of Proceeds	The Company intends to use the net proceeds of the issuance of the New 2020 Notes, the New 2022 Notes and the New 2024 Notes to refinance existing indebtedness, to finance existing and new property projects and for general corporate purposes.
Delivery of the New 2020 Notes, the New 2022 Notes and the New 2024 Notes	The Company expects to make delivery of the New 2020 Notes, the New 2022 Notes and the New 2024 Notes, against payment in same-day funds on or about August 9, 2017, which is expected to be the third business day following the date of this supplemental information memorandum.

Listing and Trading Approval in-principle has been received from the SGX-ST for the listing and quotation of the New 2020 Notes and the New 2022 Notes, and application will be made to the SGX-ST for the listing and quotation of the New 2024 Notes, on the SGX-ST. The New Notes are expected to be listed on the SGX-ST on or around August 11, 2017. For so long as the New 2020 Notes, the New 2022 Notes and the New 2024 Notes are listed on the SGX-ST and the rules of the SGX-ST so require, the New 2020 Notes, the New 2022 Notes and the New 2024 Notes will be traded on the SGX-ST in a minimum board lot size of S\$200,000 (or its equivalent in foreign currencies).

Identification Numbers
for the New 2020 Notes,
the New 2022 Notes
and the New 2024 Notes

	Temporary	Permanent
The New 2020 Notes		
ISIN	XS1662455838	XS1627597013
Common Code	166245583	162759701
The New 2022 Notes		
ISIN	XS1662456489	XS1627597955
Common Code	166245648	162759795
The New 2024 Notes		
ISIN	XS1662523775	XS1627598094
Common Code	166252377	162759809

USE OF PROCEEDS

The proceeds from this issuance, including accrued interest from (and including) June 30, 2017 to (but excluding) August 9, 2017, will be approximately US\$288.8 million. We intend to use the net proceeds to refinance existing indebtedness, to finance existing and new property projects and for general corporate purposes.

We may adjust the foregoing plans in response to changing market conditions and, thus, reallocate the use of the proceeds. Pending application of the net proceeds of this issuance, we intend to invest such net proceeds in demand deposits, time deposits or money market instruments.

DESCRIPTION OF THE NEW 2020 NOTES

The following provisions should be read in conjunction with the section entitled “Description of the 2020 Notes” in the accompanying Offering Memorandum.

The Company will issue the New 2020 Notes as Additional Notes under the 2020 Indenture.

The Company is issuing US\$50,000,000 aggregate principal amount of New 2020 Notes in this issuance. The New 2020 Notes constitute Additional Notes under the 2020 Indenture and are identical in all respects to the Original 2020 Notes, other than with respect to the issue date, and will be consolidated and form a single series with the Original 2020 Notes. The New 2020 Notes will be represented by a temporary Regulation S global note issued under temporary ISIN and Common Code numbers to be used during the 40-day distribution compliance period pursuant to Regulation S under the Securities Act, but thereafter may be replaced by a permanent Regulation S global note with the same ISIN and Common Code numbers as the Original 2020 Notes issued pursuant to Regulation S. Upon completion of this issuance, the aggregate principal amount of outstanding New 2020 Notes and Original 2020 Notes will be US\$335,000,000. Interest on the New 2020 Notes will accrue from June 30, 2017. All references to the 2020 Notes in the accompanying Offering Memorandum include the New 2020 Notes and the Original 2020 Notes, except as otherwise stated.

The New 2020 Notes will be subject to restrictions on transfer as set forth in a legend appearing thereon as described in the section entitled “Transfer Restrictions” in the supplemental information memorandum.

Unless otherwise defined in this supplemental information memorandum, you can find the definitions of terms used in this section under “Description of the 2020 Notes—Definitions” in the accompanying Offering Memorandum.

DESCRIPTION OF THE NEW 2022 NOTES

The following provisions should be read in conjunction with the section entitled “Description of the 2022 Notes” in the accompanying Offering Memorandum.

The Company will issue the New 2022 Notes as Additional Notes under the 2022 Indenture.

The Company is issuing US\$120,000,000 aggregate principal amount of New 2022 Notes in this issuance. The New 2022 Notes constitute Additional Notes under the 2022 Indenture and are identical in all respects to the Original 2022 Notes, other than with respect to the issue date, and will be consolidated and form a single series with the Original 2022 Notes. The New 2022 Notes will be represented by a temporary Regulation S global note issued under temporary ISIN and Common Code numbers to be used during the 40-day distribution compliance period pursuant to Regulation S under the Securities Act, but thereafter may be replaced by a permanent Regulation S global note with the same ISIN and Common Code numbers as the Original 2022 Notes issued pursuant to Regulation S. Upon completion of this issuance, the aggregate principal amount of outstanding New 2022 Notes and Original 2022 Notes will be US\$940,000,000. Interest on the New 2022 Notes will accrue from June 30, 2017. All references to the 2022 Notes in the accompanying Offering Memorandum include the New 2022 Notes and the Original 2022 Notes, except as otherwise stated.

The New 2022 Notes will be subject to restrictions on transfer as set forth in a legend appearing thereon as described in the section entitled “Transfer Restrictions” in the supplemental information memorandum.

Unless otherwise defined in this supplemental information memorandum, you can find the definitions of terms used in this section under “Description of the 2022 Notes—Definitions” in the accompanying Offering Memorandum.

DESCRIPTION OF THE NEW 2024 NOTES

The following provisions should be read in conjunction with the section entitled “Description of the 2024 Notes” in the accompanying Offering Memorandum.

The Company will issue the New 2024 Notes as Additional Notes under the 2024 Indenture.

The Company is issuing US\$115,000,000 aggregate principal amount of New 2024 Notes in this issuance. The New 2024 Notes constitute Additional Notes under the 2024 Indenture and are identical in all respects to the Original 2024 Notes, other than with respect to the issue date and issue price, and will be consolidated and form a single series with the Original 2024 Notes. The New 2024 Notes will be represented by a temporary Regulation S global note issued under temporary ISIN and Common Code numbers to be used during the 40-day distribution compliance period pursuant to Regulation S under the Securities Act, but thereafter may be replaced by a permanent Regulation S global note with the same ISIN and Common Code numbers as the Original 2024 Notes issued pursuant to Regulation S. Upon completion of this issuance, the aggregate principal amount of outstanding New 2024 Notes and Original 2024 Notes will be US\$2,235,000,000. Interest on the New 2024 Notes will accrue from June 30, 2017. All references to the 2024 Notes in the accompanying Offering Memorandum include the New 2024 Notes and the Original 2024 Notes, except as otherwise stated.

The New 2024 Notes will be subject to restrictions on transfer as set forth in a legend appearing thereon as described in the section entitled “Transfer Restrictions” in the supplemental information memorandum.

Unless otherwise defined in this supplemental information memorandum, you can find the definitions of terms used in this section under “Description of the 2024 Notes—Definitions” in the accompanying Offering Memorandum.

TRANSFER RESTRICTIONS

Because of the following restrictions, the purchaser is advised to consult legal counsel prior to making any offer, sale, resale, pledge or other transfer of the New 2020 Notes, the New 2022 Notes and the New 2024 Notes.

The New 2020 Notes, the New 2022 Notes, the New 2024 Notes and the Subsidiary Guarantees have not been and will not be registered under the Securities Act and may not be offered, sold or delivered within the United States (as defined in Regulation S) to, or for the account or benefit of, U.S. persons (as defined in Regulation S) outside the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act.

By purchasing the Notes, you will be deemed to have made the following acknowledgements, representations to, and agreements with, us:

1. You understand and acknowledge that:
 - the New 2020 Notes, the New 2022 Notes and the New 2024 Notes have not been and will not be registered under the Securities Act or any other applicable securities laws;
 - the New 2020 Notes, the New 2022 Notes and the New 2024 Notes are being issued for resale in transactions that do not require registration under the Securities Act or any other securities laws;
 - the New 2020 Notes, the New 2022 Notes and the New 2024 Notes are being issued and sold only to non-U.S. persons (as defined in Regulation S under the Securities Act) outside the United States, in offshore transactions in reliance on Rule 903 of Regulation S under the Securities Act; and
 - unless so registered, the New 2020 Notes, the New 2022 Notes and the New 2024 Notes may not be sold or otherwise transferred except under an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act or any other applicable securities laws.
2. You represent that you are not an affiliate (as defined in Rule 144 under the Securities Act) of ours, that you are not acting on our behalf and that you are not a U.S. person (as defined in Regulation S) or purchasing for the account or benefit of a U.S. person, other than a distributor, and you are purchasing the New 2020 Notes, the New 2022 Notes and the New 2024 Notes in an offshore transaction in accordance with Regulation S.
3. You agree that you have had access to such financial and other information concerning us and the New 2020 Notes, the New 2022 Notes and the New 2024 Notes as you have deemed necessary in connection with your decision to elect to purchase the New 2020 Notes, the New 2022 Notes and the New 2024 Notes including an opportunity to ask questions of and request information from us.
4. You represent that you are acquiring the New 2020 Notes, the New 2022 Notes and the New 2024 Notes for your own account, or for one or more investor accounts for which you are acting as a fiduciary or agent, in each case not with a view to, or for offer or sale in connection with, any distribution of the New 2020 Notes, the New 2022 Notes and the New 2024 Notes in violation of the Securities Act.

5. You acknowledge that each note will contain a legend substantially to the following effect:

THIS NOTE AND THE GUARANTEES RELATED TO THIS NOTE (TOGETHER, THIS “SECURITY”) HAVE NOT BEEN REGISTERED UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED (THE “SECURITIES ACT”) OR THE SECURITIES LAWS OF ANY STATE OR OTHER JURISDICTION. NEITHER THIS SECURITY NOR ANY INTEREST OR PARTICIPATION HEREIN MAY BE REOFFERED, SOLD, ASSIGNED, TRANSFERRED, PLEDGED, ENCUMBERED OR OTHERWISE DISPOSED OF IN THE ABSENCE OF SUCH REGISTRATION OR UNLESS SUCH TRANSACTION IS EXEMPT FROM, OR NOT SUBJECT TO, SUCH REGISTRATION.

THE HOLDER OF THIS SECURITY, BY ITS ACCEPTANCE HEREOF, AGREES ON ITS OWN BEHALF AND ON BEHALF OF ANY INVESTOR ACCOUNT FOR WHICH IT HAS PURCHASED SECURITIES, TO OFFER, SELL OR OTHERWISE TRANSFER SUCH SECURITY, PRIOR TO THE DATE (THE “RESALE RESTRICTION TERMINATION DATE”) THAT IS 40 DAYS AFTER THE LATER OF THE ORIGINAL ISSUE DATE HEREOF AND THE LAST DATE ON WHICH THE COMPANY OR ANY AFFILIATE OF THE COMPANY WAS THE OWNER OF THIS SECURITY (OR ANY PREDECESSOR OF SUCH SECURITY), ONLY (A) TO THE COMPANY, (B) PURSUANT TO A REGISTRATION STATEMENT THAT HAS BEEN DECLARED EFFECTIVE UNDER THE SECURITIES ACT, (C) PURSUANT TO OFFERS AND SALES THAT OCCUR OUTSIDE THE UNITED STATES WITHIN THE MEANING OF REGULATION S UNDER THE SECURITIES ACT, OR (D) PURSUANT TO ANOTHER AVAILABLE EXEMPTION FROM THE REGISTRATION REQUIREMENTS OF THE SECURITIES ACT, SUBJECT TO THE COMPANY’S AND THE TRUSTEE’S RIGHT PRIOR TO ANY SUCH OFFER, SALE OR TRANSFER PURSUANT TO CLAUSE (D) TO REQUIRE THE DELIVERY OF AN OPINION OF COUNSEL, CERTIFICATION AND/OR OTHER INFORMATION SATISFACTORY TO EACH OF THEM. THIS LEGEND WILL BE REMOVED UPON THE REQUEST OF THE HOLDER AFTER THE RESALE RESTRICTION TERMINATION DATE. BY ITS ACQUISITION HEREOF, THE HOLDER HEREOF REPRESENTS THAT IT IS NOT A U.S. PERSON NOR IS IT PURCHASING FOR THE ACCOUNT OF A U.S. PERSON AND IS ACQUIRING THIS SECURITY IN AN OFFSHORE TRANSACTION IN ACCORDANCE WITH REGULATION S UNDER THE SECURITIES ACT.

6. You acknowledge that we, the Paying and Transfer Agent and others will rely upon the truth and accuracy of the above acknowledgments, representations and agreements. You agree that if any of the acknowledgments, representations or agreements you are deemed to have made by your purchase of the New 2020 Notes, the New 2022 Notes or the New 2024 Notes is no longer accurate, you will promptly notify us and the Paying and Transfer Agent. If you are receiving any New 2020 Notes, New 2022 Notes or New 2024 Notes as a fiduciary or agent for one or more investor accounts, you represent that you have sole investment discretion with respect to each of those accounts and that you have full power to make the above acknowledgments, representations and agreements on behalf of each account.

GENERAL INFORMATION

Consents

We have obtained all necessary consents, approvals and authorizations in the Cayman Islands, the British Virgin Islands and Hong Kong in connection with the issue and performance of the New 2020 Notes, the New 2022 Notes, the New 2024 Notes and the Subsidiary Guarantees. The issue of the New 2020 Notes, the New 2022 Notes and the New 2024 Notes have been authorized by a resolution of our Board of Directors dated August 4, 2017.

Clearing Systems

The New 2020 Notes, the New 2022 Notes and the New 2024 Notes have been accepted for clearance through the facilities of Euroclear and Clearstream. Certain trading information with respect to the New 2020 Notes, the New 2022 Notes and the New 2024 Notes is set forth below:

	Temporary	Permanent
The New 2020 Notes		
ISIN	XS1662455838	XS1627597013
Common Code	166245583	162759701
The New 2022 Notes		
ISIN	XS1662456489	XS1627597955
Common Code	166245648	162759795
The New 2024 Notes		
ISIN	XS1662523775	XS1627598094
Common Code	166252377	162759809

Listing of the New Notes

Approval in-principle has been received from the SGX-ST for the listing and quotation of the New 2020 Notes and the New 2022 Notes, and application will be made to the SGX-ST for the listing and quotation of the New 2024 Notes, on the SGX-ST. The New Notes are expected to be listed on the SGX-ST on or around August 11, 2017. For so long as the New 2020 Notes, the New 2022 Notes and the New 2024 Notes are listed on the SGX-ST and the rules of the SGX-ST so require, the New 2020 Notes, the New 2022 Notes and the New 2024 Notes will be traded on the SGX-ST in a minimum board lot size of S\$200,000 (or its equivalent in foreign currencies). The SGX-ST assumes no responsibility for the correctness of any of the statements made, opinions expressed or reports contained in this supplemental information memorandum. Approval in-principle from, admission to the Official List of, and listing and quotation of the New 2020 Notes, the New 2022 Notes and the New 2024 Notes on, the SGX-ST are not to be taken as an indication of the merits of the issuance, the Company, the New 2020 Notes, the New 2022 Notes and the New 2024 Notes, the Subsidiary Guarantees, the Subsidiary Guarantors or their respective subsidiaries or associated companies (if any).

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