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)

ISSUE OF ADDITIONAL

(1) US$30,000,000 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 30 JUNE 2017, US$50,000,000 7.25% SENIOR NOTES DUE 2020 ISSUED ON 9 AUGUST 2017 AND US$95,000,000 7.25% SENIOR NOTES DUE 2020 ISSUED ON 26 SEPTEMBER 2017)

(2) US$100,000,000 7.875% SENIOR NOTES DUE 2021 (TO BE CONSOLIDATED AND FORM A SINGLE SERIES WITH THE US$225,000,000 7.875% SENIOR NOTES DUE 2021 ISSUED ON 30 JUNE 2017)

(3) US$215,000,000 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 30 JUNE 2017, US$120,000,000 8.50% SENIOR NOTES DUE 2022 ISSUED ON 9 AUGUST 2017 AND US$100,000,000 8.50% SENIOR NOTES DUE 2022 ISSUED ON 26 SEPTEMBER 2017)

(4) US$274,000,000 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 30 JUNE 2017, US$115,000,000 9.375% SENIOR NOTES DUE 2024 ISSUED ON 9 AUGUST 2017 AND US$610,000,000 9.375% SENIOR NOTES DUE 2024 ISSUED ON 26 SEPTEMBER 2017)

中銀國際
BOC INTERNATIONAL

Sole Placing Agent

* *For identification purposes only*

Reference is made to the announcements (the "**Announcements**") of Kaisa Group Holdings Ltd. (the "**Company**") dated (i) 23 June 2017 in relation to, among others, the issuance of US$285 million 7.25% senior notes due 2020 (the "**Original 2020 Notes**"), US$225 million 7.875% senior notes due 2021(the "**Original 2021 Notes**"), US$820 million 8.50% senior notes due 2022 (the "**Original 2022 Notes**"), and US$2,120 million 9.375% senior notes due 2024 (the "**Original 2024 Notes**"); (ii) 4 August 2017 in relation to the additional issue of US$50 million 7.25% senior notes due 2020 (the "**First Additional 2020 Notes**"), US$120 million 8.50% senior notes due 2022 (the "**First Additional 2022 Notes**") and US$115 million 9.375% senior notes due 2024 (the "**First Additional 2024 Notes**"); (iii) 20 September 2017 in relation to the additional issue of US$95 million 7.25% senior notes due 2020 (the "**Second Additional 2020 Notes**"), US$100 million 8.5% senior notes due 2022 (the "**Second Additional 2022 Notes**") and US$610 million 9.375% senior notes due 2024 (the "**Second Additional 2024 Notes**"). Unless otherwise defined, capitalised terms used in this announcement have the same meanings as those defined in the Announcements.

On 2 November 2017 (after trading hours), the Company and the Subsidiary Guarantors entered into subscription agreements (the "**Agreements**") with certain subscribers for the additional issue of an aggregate of:

(i) US$30 million 7.25% senior notes due 2020 (the "**Third Additional 2020 Notes**");

(ii) US$100 million 7.875% senior notes due 2021 (the "**First Additional 2021 Notes**");

(iii) US$215 million 8.50% senior notes due 2022 (the "**Third Additional 2022 Notes**");

(iv) US$274 million 9.375% senior notes due 2024 (the "**Third Additional 2024 Notes**" and, together with the Third Additional 2020 Notes, the First Additional 2021 Notes and the Third Additional 2022 Notes, the "**Additional Notes**").

The subscribers consist of individuals and institutional investors. The Company has appointed BOCI Asia Limited as the sole placing agent in connection with the issue of the Additional Notes.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, each of BOCI Asia Limited, the subscribers and their respective ultimate beneficial owner (to the extent that the subscriber is an institutional investor) is an independent third party and not a connected person of the Company.

THIRD ADDITIONAL 2020 NOTES

The terms of the Third Additional 2020 Notes are identical as the terms of the Original 2020 Notes, the First Additional 2020 Notes and the Second Additional 2020 Notes, except for the following:

i. principal amount: US$30 million; and

ii. offering price: 99.5% of the principal amount of the Third Additional 2020 Notes.

The Third Additional 2020 Notes will be consolidated and form a single series with the Original 2020 Notes issued on 30 June 2017, the First Additional 2020 Notes issued on 9 August 2017 and the Second Additional 2020 Notes issued on 26 September 2017.

FIRST ADDITIOANL 2021 NOTES

The terms of the First Additional 2021 Notes are identical as the terms of the Original 2021 Notes, except for the following:

i. principal amount: US$100 million; and

ii. offering price: 99.5% of the principal amount of the First Additional 2021 Notes.

The First Additional 2021 Notes will be consolidated and form a single series with the Original 2021 Notes issued on 30 June 2017.

THIRD ADDITIONAL 2022 NOTES

The terms of the Third Additional 2022 Notes are identical as the terms of the Original 2022 Notes, the First Additional 2022 Notes and the Second Additional 2022 Notes, except for the following:

i. principal amount: US$215 million; and

ii. offering price: 99.5% of the principal amount of the Third Additional 2022 Notes.

The Third Additional 2022 Notes will be consolidated and form a single series with the Original 2022 Notes issued on 30 June 2017, the First Additional 2022 Notes issued on 9 August 2017 and the Second Additional 2022 Notes issued on 26 September 2017.

THIRD ADDITIONAL 2024 NOTES

The terms of the Third Additional 2024 Notes are identical as the terms of the Original 2024 Notes, the First Additional 2024 Notes and the Second Additional 2024 Notes, except for the following:

i. principal amount: US$274 million; and

ii. offering price: 100% of the principal amount of the Third Additional 2024 Notes.

The Third Additional 2024 Notes will be consolidated and form a single series with the Original 2024 Notes issued on 30 June 2017, the First Additional 2024 Notes issued on 9 August 2017 and the Second Additional 2024 Notes issued on 26 September 2017.

USE OF PROCEEDS

The proceeds from the issue of the Third Additional 2020 Notes, the Third Additional 2022 Notes and the Third Additional 2024 Notes, taking into account the payment of the accrued interest from (and including) 30 June 2017 to (but excluding) 7 November 2017, will be approximately US$534.0 million. The proceeds from the issue of the First Additional 2021 Notes, taking into account the payment of the accrued interest from (and including) 30 June 2017 to (but excluding) 15 November 2017, will be approximately US$102.5 million. The Company intends to use the proceeds to refinance existing indebtedness, to finance existing and new property projects and for general corporate purposes. The Company may adjust its plans in response to changing market conditions and, thus, reallocate the use of the proceeds.

LISTING

Approval in-principle has been received from the SGX-ST from the listing and quotation of the Additional Notes on the SGX-ST. The SGX-ST assumes no responsibility for the correctness of any of the statements made, opinions expressed or reports contained in this announcement. Approval in-principle from, admission to the Official List of, and the listing and quotation of the Additional Notes on the SGX-ST are not to be taken as an indication of the merits of the Company, the Additional Notes, the Subsidiary Guarantees, the Subsidiary Guarantors or their respective subsidiaries or associated companies (if any). No listing of the Additional Notes will be sought in Hong Kong.

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

Hong Kong, 2 November 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.