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)

FURTHER ANNOUNCEMENT IN RELATION TO ADJUSTMENT TO CONVERSION PRICE OF THE 10.5% CONVERTIBLE BONDS DUE 2021

INTRODUCTION

Reference is made to the announcement of Kaisa Group Holdings Ltd. dated 10 October 2019 (the "**Announcement**") in relation to the adjustment of the conversion price of the 10.5% bonds due 2021 issued by the Company. Capitalised terms used herein shall have the same meanings as those defined in the Announcement.

The Board would like to provide the Shareholders and investors with the following additional information with regards to the adjustment.

THE ADDITIONAL SHARES

Based on the total outstanding principal amount of the Bonds of US$100 million at the date of this announcement and the Adjusted Conversion Price, an additional 4,511,111 Shares (the "**Additional Shares**") will be issued upon conversion of all the outstanding Bonds.

The Additional Shares will be allotted and issued pursuant to the general mandate granted to the Directors by the Shareholders on 11 June 2018 (the "**General Mandate**"). Under the General Mandate, the Board was authorised to allot and issue up to 1,213,314,465 Shares. As at the date of this announcement, the Company has not exercised the power to allot and issue any Shares pursuant to the General Mandate. As such, the limit of the General Mandate is sufficient to cover the issue of the Additional Shares. Application has been made by the Company to the Stock Exchange for the listing of, and permission to deal in, the Additional Shares on the Stock Exchange.

RULE 13.27 OF THE LISTING RULES

The delay in publishing the effective date of the Adjusted Conversion Price was not in compliance with the timing requirements under Rule 13.27 of the Listing Rules. The delay was attributable to an inadvertent oversight as the Bonds accounted for less than 1% of the total debts of the Group. In view of the delay, the Company has additional procedures in place with respect to overseeing the conversion provisions of the Bonds and future convertible securities of the Company (if any).

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

Hong Kong, 22 October 2019

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

* *For identification purposes only*