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瑞安房地產
SHUI ON LAND

Shui On Land Limited
瑞安房地產有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 272)

**US\$225,000,000 7.50% SENIOR CONVERTIBLE
PERPETUAL CAPITAL SECURITIES (THE “SECURITIES”)**

ADJUSTMENT TO CONVERSION PRICE OF THE SECURITIES

<p>The Company announces that the Conversion Price of the Securities has been adjusted from HK\$2.97 per Share to HK\$2.92 per Share with effect from 13 September 2017 as a result of the payment of interim dividend in respect of the six months ended 30 June 2017.</p>

Reference is made to the announcements of Shui On Land Limited (the “**Company**”) dated 22 May 2015, 27 May 2015, 2 June 2015, 4 June 2015, 17 June 2015, 15 September 2015, 1 June 2016, 12 September 2016 and 17 July 2017 (collectively, the “**Securities Announcements**”) in relation to the Securities issued by Shui On Development (Holding) Limited, a wholly-owned subsidiary of the Company. The Securities are listed on the Singapore Exchange Securities Trading Limited. Capitalised terms used herein shall have the same meanings as those defined in the Securities Announcements unless otherwise stated.

On 23 August 2017, the Board declared an interim dividend of HK\$0.03 per Share for the six months ended 30 June 2017 (the “**Interim Dividend**”). The Interim Dividend was paid on 25 September 2017 in the form of cash to Shareholders whose names appeared on the register of members of the Company on 12 September 2017.

Notice is hereby given that, based on the adjustment provisions stipulated under Condition 7(C) of the terms and conditions of the Securities, an adjustment has been made to the Conversion Price as a result of the Interim Dividend.

The Conversion Price of the Securities, previously HK\$2.97 per Share (the “**Existing Conversion Price of the Securities**”), was adjusted to HK\$2.92 per Share (the “**Adjusted Conversion Price of the Securities**”) with effect from 13 September 2017.

With reference to the total outstanding principal amount of the Securities of US\$225,000,000 at the date of this announcement, the maximum number of Shares that will be issued upon conversion of all the outstanding Securities at the Existing Conversion Price of the Securities and the Adjusted Conversion Price of the Securities is 587,333,333 Shares and 597,390,410 Shares respectively (at the pre-determined exchange rate of US\$1.00 = HK\$7.7528).

Any holder of the Securities who is in doubt as to the action to be taken should consult his/her/its stockbroker, bank manager, solicitor, professional accountant or other professional adviser.

By Order of the Board
Shui On Land Limited
Vincent H. S. LO
Chairman

Hong Kong, 29 January 2018

At the date of this announcement, the executive directors of the Company are Mr. Vincent H. S. LO (Chairman) and Mr. Douglas H. H. SUNG (Chief Financial Officer); the non-executive director of the Company is Mr. Frankie Y. L. WONG; and the independent non-executive directors of the Company are Sir John R. H. BOND, Dr. William K. L. FUNG, Professor Gary C. BIDDLE, Dr. Roger L. McCARTHY, Mr. David J. SHAW and Mr. Anthony J. L. NIGHTINGALE.

** For identification purposes only*