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New World China Land Limited

新世界中國地產有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 917)

CLARIFICATION ANNOUNCEMENT

Reference is made to the AGM notice as set out in the circular of the Company dated 20 October 2014 (the “**Circular**”) and the form of proxy for the Annual General Meeting (the “**Original Proxy Form**”) dispatched with the Circular. Unless otherwise defined in this announcement, capitalized terms used herein shall have the same meanings as those defined in the Circular.

The Board would like to clarify that, as stated in AGM notice, a part of the ordinary resolution number 3 (that is, the part which relates to authorizing the Board of Directors to fix the Directors’ remuneration) was inadvertently omitted in the Original Proxy Form.

To ratify the above-mentioned omission, printed copies of the revised form of proxy (the “**Revised Proxy Form**”) including resolution number 3(d) thereto will be dispatched to the Shareholders on 22 October 2014. The Revised Proxy Form will also be available on the websites of the Company and The Stock Exchange of Hong Kong Limited. The date, time and venue for holding the AGM remain unchanged.

Whether or not you are able to attend the AGM, you are required to complete and return the Revised Proxy Form in accordance with the instructions printed thereon as soon as possible and in any event not less than 48 hours before the time appointed for holding the AGM (the “**Proxy Closing Time**”) or any adjournment thereof (as the case may be).

A Shareholder who has not yet lodged the Original Proxy Form with the Company’s branch share registrar in Hong Kong is required to lodge the Revised Proxy Form if he or she wishes to appoint proxies to attend the AGM on his or her behalf. In this case, the Original Proxy Form should NOT be lodged with the Company’s branch share registrar in Hong Kong.

Shareholder should note that:

- (a) If no Original Proxy Form is lodged with the Company's branch share registrar in Hong Kong and the Revised Proxy Form is lodged with the Company's branch share registrar in Hong Kong at or prior to the Proxy Closing Time, the Revised Proxy Form, if correctly completed and signed, will be treated as a valid form of proxy lodged by him or her. The proxy so appointed by the Shareholder will be entitled to vote at his or her discretion or to abstain on any resolution properly put to the AGM in addition to those set out in the AGM notice;
- (b) if both the Original Proxy Form and the Revised Proxy Form, in each case, correctly completed and signed, are lodged with the Company's branch share registrar in Hong Kong at or prior to the Proxy Closing Time, the Revised Proxy Form will be treated as a valid form of proxy lodged by the relevant Shareholder;
- (c) if the Original Proxy Form has already been lodged with the Company's branch share registrar in Hong Kong at or prior to the Proxy Closing Time but no Revised Proxy Form is lodged with the Company's branch share registrar in Hong Kong at or prior to the Proxy Closing Time or if the Revised Proxy Form is lodged with the Company's branch share registrar in Hong Kong after the Proxy Closing Time or if the Revised Proxy Form is invalid for whatever reasons, the Original Proxy Form will be treated as valid form of proxy if correctly completed and signed. The proxy so appointed under the Original Proxy Form will be entitled to vote at his or her discretion or to abstain at the AGM on ordinary resolution number 3 as set out in the AGM notice.

Shareholders are reminded that completion and delivery of the Original Proxy Form and/or the Revised Proxy Form will not preclude them from attending and voting in person at the AGM or at any adjourned meeting should they so wish.

By order of the board of
New World China Land Limited
Ngan Man-ying, Lynda
Company Secretary

Hong Kong, 21 October 2014

As at the date of this announcement, the executive directors of the Company are Dr. Cheng Kar-shun, Henry, Mr. Cheng Kar-shing, Peter, Dr. Cheng Chi-kong, Adrian, Ms. Cheng Chi-man, Sonia, Mr. Cheng Chi-him, Conrad, Mr. Fong Shing-kwong, Michael and Ms. Ngan Man-ying, Lynda; and the independent non-executive directors of the Company are Dr. Cheng Wai-chee, Christopher, Hon. Tien Pei-chun, James, Mr. Lee Luen-wai, John and Mr. Ip Yuk-keung, Albert.