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COFCO LAND HOLDINGS LIMITED

中糧置地控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 207)

ANNOUNCEMENT PROPOSED CHANGE OF COMPANY NAME

BACKGROUND

COFCO Land Holdings Limited (“**the Company**”) refers to its announcement dated 12 September 2014 (the “**Acquisition Announcement**”) in relation to, among other things, the proposed acquisition of the Joy City Projects (as defined in the Acquisition Announcement) from its controlling shareholder, COFCO Corporation. Unless otherwise specified, any capitalised terms used in this announcement shall have the same meaning as defined in the Acquisition Announcement.

PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from “**COFCO Land Holdings Limited**” to “**Joy City Property Limited**” and the secondary name in Chinese of the Company from “中糧置地控股有限公司” to “大悦城地產有限公司” (“**Proposed Change of Company Name**”).

Conditions of the Proposed Change of Company Name

The Proposed Change of Company Name is subject to the following conditions having been satisfied:

1. the passing of the proposed special resolution on the Proposed Change of Company Name by the Shareholders at a special general meeting of the Company (the “**SGM**”);
2. completion of the Acquisition in accordance with the terms and conditions of the Acquisition Agreement; and
3. the approval of the Registrar of Companies in Bermuda for the change of the English name and secondary name in Chinese of the Company.

Subject to the satisfaction of the conditions set out above, the Proposed Change of Company Name will take effect from the date of registration as set out in the certificate of incorporation on change of name and the certificate of secondary name issued by the Registrar of Companies in Bermuda. The Company will then carry out all necessary filing procedures with the Companies Registry in Hong Kong.

Reasons for the Proposed Change of Company Name

As disclosed in the Acquisition Announcement, pursuant to the Acquisition Agreement, the Company has conditionally agreed to acquire, and the Sellers have conditionally agreed to sell, the Sale Shares (representing the entire issued share capital of each of the Target Companies) and the Shareholder Loans (representing all the outstanding loans owing by the relevant Target Companies to COFCO Land immediately before Completion). The Target Group has a property portfolio of six mixed-use complexes property projects developed under the flagship brand “Joy City (大悦城)”, a commercial property project and non-controlling interest in two property projects. Upon Completion, the Enlarged Group will be holding seven mixed-use complexes developed under the flagship brand “Joy City (大悦城)”, namely Beijing Xidan Joy City, Shenyang Joy City, Beijing Chaoyang Joy City, Shanghai Joy City, Tianjin Joy City, Yantai Joy City and Chengdu Joy City, as well as other commercial properties. The Enlarged Group shall focus on the development and management of mixed-used complexes under the well-developed flagship brand “Joy City (大悦城)”.

The Board believes that the proposed new English name and secondary name in Chinese of the Company will provide a better identification of the principal business and business presence of the Enlarged Group in the PRC and Hong Kong and its position as the overseas listed platform of COFCO Corporation for its mixed-used complexes developed under the flagship brand “Joy City (大悦城)” as well as other commercial properties. As such, the Board is of the view that the Proposed Change of Company Name is in the best interests of the Company and the Shareholders as a whole.

GENERAL

A circular containing details of the Proposed Change of Company Name, together with a notice convening the SGM is expected to be despatched to the Shareholders on or around 4 November 2014.

By Order of the Board
COFCO LAND HOLDINGS LIMITED
ZHOU Zheng
Chairman

Hong Kong, 3 November 2014

As at the date of this announcement, the Board comprises Mr. ZHOU Zheng and Mr. HAN Shi as Executive Directors; Mr. SHI Zhuowei, Mr. MA Jianping, Mr. MA Wangjun and Ms. JIANG Hua as Non-executive Directors; and Mr. LAU Hon Chuen, Ambrose, GBS, JP, Mr. LAM Kin Ming, Lawrence and Mr. WU Kwok Cheung, MH as Independent Non-executive Directors.