

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

Neither this announcement nor any copy thereof may be released into or distributed directly or indirectly in the United States or any other jurisdiction where such release or distribution might be unlawful.

This announcement is for information purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.

This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The securities mentioned herein have not been, and will not be, registered under the United States Securities Act of 1933 (the "US Securities Act"), and may not be offered or sold in the United States unless registered under the US Securities Act or pursuant to an exemption from, or in a transaction not subject to, registration under the US Securities Act. The Company has no intention to register under the US Securities Act any of the securities referred to herein or to conduct a public offering of securities in the United States.



China Jinmao Holdings Group Limited
中國金茂控股集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 00817)

**COMPLETION OF PLACING OF EXISTING SHARES AND
TOP-UP SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE**

The Board is pleased to announce that the completion of the Placing took place on 17 January 2018 in accordance with the terms and conditions of the Placing and Subscription Agreement, where an aggregate of 900,124,000 Shares were successfully placed to 53 Placees, who and whose ultimate beneficial owners are Independent Third Parties, at a price of HK\$3.70 per Share.

As all conditions of the Subscription have been fulfilled, the Company allotted and issued 900,124,000 Subscription Shares to Sinochem at HK\$3.70 per Subscription Share on 24 January 2018.

Reference is made to the announcement of the Company dated 15 January 2018 in respect of the Placing of existing Shares and top-up Subscription of new Shares under General Mandate (the "Announcement"). Unless defined otherwise, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

COMPLETION OF THE PLACING AND THE SUBSCRIPTION

The Board is pleased to announce that the completion of the Placing took place on 17 January 2018. An aggregate of 900,124,000 Placing Shares have been successfully placed by the Placing Agent to 53 Placees at the Placing Price of HK\$3.70 per Share pursuant to the terms and conditions of the Placing and Subscription Agreement. To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, the Placees are Independent Third Parties. None of the Placees has become a substantial Shareholder (as defined under the Listing Rules) immediately after the Placing.

As all conditions of the Subscription had been fulfilled, the Company allotted and issued 900,124,000 Subscription Shares to Sinochem at HK\$3.70 per Subscription Share on 24 January 2018. The net proceeds from the Subscription amount to approximately HK\$3,305.5 million which will be applied as general working capital of the Group.

The table below sets out the shareholding structures of the Company immediately before and after completion of the Placing and the Subscription:

	Immediately before completion of the Placing and Subscription		Immediately after completion of the Placing and Subscription	
	<i>Number of Shares</i>	<i>Approx. %</i>	<i>Number of Shares</i>	<i>Approx. %</i>
Shareholder				
Sinochem	5,759,881,259	53.95	5,759,881,259	49.76
Public Shareholders				
– The Placees (<i>Note 1</i>)	–	–	900,124,000	7.78
– Other Public Shareholders (<i>Note 3</i>)	4,915,945,690	46.05	4,915,945,690	42.46
Total	<u>10,675,826,949</u>	<u>100.00</u>	<u>11,575,950,949</u>	<u>100.00</u>

Notes:

1. Includes New China Life Insurance Company Ltd., an existing shareholder of the Company, which held 1,065,262,000 Shares as at the date of the Announcement, which represented approximately 9.98% of the existing issued share capital of the Company, and which now hold 1,138,262,000 Shares after completion of the Placing, representing 9.83% of the issued share capital of the Company as enlarged by the Subscription.
2. Certain figures and percentage figures included in the above table have been subject to rounding adjustments.
3. Includes an additional 49,600 Shares issued to certain employees of the Company upon exercise of share options on 23 January 2018 and prior to this announcement. The number of Shares held by public shareholders has increased from 4,915,896,090 as previously disclosed in the Announcement to 4,915,945,690 Shares.

By order of the Board
China Jinmao Holdings Group Limited
NING Gaoning
Chairman

Hong Kong, 24 January 2018

As at the date of this announcement, the directors of the Company are Mr. NING Gaoning (Chairman), Mr. YANG Lin and Mr. AN Hongjun as Non-executive Directors; Mr. LI Congrui, Mr. JIANG Nan and Mr. SONG Liuyi as Executive Directors; Mr. LAU Hon Chuen, Ambrose, Mr. SU Xijia and Mr. GAO Shibin as Independent Non-executive Directors.