

**General Announcement::Announcement by First Sponsor Group Limited, an associate of Millennium & Copthorne Hotels plc**

**Issuer & Securities**

<b>Issuer/ Manager</b>	CITY DEVELOPMENTS LIMITED
<b>Securities</b>	CITY DEVELOPMENTS LIMITED - SG1R89002252 - C09
<b>Stapled Security</b>	No

**Announcement Details**

<b>Announcement Title</b>	General Announcement
<b>Date &amp; Time of Broadcast</b>	22-Aug-2016 07:52:09
<b>Status</b>	New
<b>Announcement Sub Title</b>	Announcement by First Sponsor Group Limited, an associate of Millennium & Copthorne Hotels plc
<b>Announcement Reference</b>	SG160822OTHRY82J
<b>Submitted By (Co./ Ind. Name)</b>	Enid Ling Peek Fong
<b>Designation</b>	Company Secretary
<b>Description (Please provide a detailed description of the event in the box below)</b>	<p>First Sponsor Group Limited ("FSGL"), an associate of Millennium &amp; Copthorne Hotels plc, has on 22 August 2016 issued an announcement relating to the Proposed Subscription of New Shares by China Vanke in First Sponsor's Subsidiary.</p> <p>For details, please refer to the announcement released by FSGL on the SGX website <a href="http://www.sgx.com">www.sgx.com</a>.</p>






## Asset Acquisitions and Disposals::Proposed Subscription of New Shares by China Vanke in First Sponsor's Subsidiary

## Issuer &amp; Securities

<b>Issuer/ Manager</b>	FIRST SPONSOR GROUP LIMITED
<b>Securities</b>	FIRST SPONSOR GROUP LIMITED - KYG3488W1078 - ADN
<b>Stapled Security</b>	No

## Announcement Details

<b>Announcement Title</b>	Asset Acquisitions and Disposals
<b>Date &amp; Time of Broadcast</b>	22-Aug-2016 07:09:31
<b>Status</b>	New
<b>Announcement Sub Title</b>	Proposed Subscription of New Shares by China Vanke in First Sponsor's Subsidiary
<b>Announcement Reference</b>	SG160822OTHRSWZF
<b>Submitted By (Co./ Ind. Name)</b>	Neo Teck Pheng
<b>Designation</b>	Group Chief Executive Officer
<b>Description (Please provide a detailed description of the event in the box below)</b>	Please see attached.

<b>Attachments</b>	<p> <a href="#">FS Announcement -Proposed Share Subscription by China Vanke in FS Subsidiary.pdf</a></p> <p> <a href="#">FSGL - Vanke SoER Collaboration Investor Presentation.pdf</a></p> <p> <a href="#">Press Release Vanke SoER Collaboration.pdf</a></p> <p>Total size =1402K</p>
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# FIRST SPONSOR GROUP LIMITED

(Incorporated in the Cayman Islands)  
(Company Registration No. : AT-195714)

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(I) PROPOSED SUBSCRIPTION OF NEW SHARES COMPRISING 70% SHAREHOLDING INTEREST IN FS DONGGUAN INVESTMENT HOLDINGS LIMITED; AND

(II) PROPOSED ASSIGNMENT OF 70% INTERCOMPANY LOAN

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## 1. INTRODUCTION

1.1 The board of directors (the "**Board**") of First Sponsor Group Limited (the "**Company**", and collectively with its subsidiaries, the "**Group**") wishes to announce that the Company has on 19 August 2016 entered into the following agreements:

(a) a share subscription agreement ("**Share Subscription Agreement**") between the Company, FS Dongguan Investment Holdings Limited (the "**Target**"), Regent Land Investment Holdings Limited ("**Regent**"), Vanke Real Estate (Hong Kong) Company Limited ("**VKHK**") and Sinobird Holding Limited ("**Vanke**") pursuant to which Regent and Vanke have respectively agreed to subscribe for three (3) and 11 new ordinary shares (collectively, the "**Investment Shares**") in the Target representing respectively 15% and 55% ("**Subscription Proportion**") of the issued shares of the Target (the "**Share Subscription**"). In addition, under the Share Subscription Agreement, Vanke and Regent are required to inject a shareholders' loan into China Co (as defined below) in their Subscription Proportion *inter se* on completion of the Share Subscription to enable China Co to repay 70% of all outstanding intercompany indebtedness owed by China Co to any People's Republic of China ("**PRC**") incorporated company within the Group ("**70% Onshore Loan**"), calculated based on the management accounts of China Co as at the completion date of the Share Subscription ("**Completion Date**"); and

(b) an assignment agreement (intercompany loan) ("**Assignment Agreement**") between the Company, the Target, FS Investment Holdings Limited ("**T Co**") (being a wholly-owned subsidiary of the Company), Regent, VKHK and Vanke pursuant to which all rights, title and interest in 70% of the aggregate outstanding intercompany loans extended by T Co to the Target (being the loan amount of S\$185,685,009) shall be assigned and transferred to Regent and Vanke in their respective Subscription Proportion *inter se* (the "**Loan Assignment**" and together with the Share Subscription, the "**Proposed Transaction**").

1.2 Following completion of the Proposed Transaction, the Company's shareholding in the Target will be diluted from 100% to 30%. Accordingly, the Target will cease to be a subsidiary of the Company and will become an associated company of the Company.

## 2. INFORMATION ON THE TARGET

2.1 The Target is an investment holding company incorporated in the British Virgin Islands. The Company is presently the sole shareholder of the Target.

- 2.2 The Target holds 100% of the share capital in FS Dongguan No. 1 Pte. Ltd. which in turn holds 100% of the equity interest in First Sponsor No. 1 (Dongguan) Real Estate Co., Ltd (首铸一号(东莞)房地产有限公司) ("**China Co**"). China Co is a property development and property investment company incorporated in the PRC. China Co undertakes the development of the Star of East River project ("**Project**"), which is a proposed mixed-use residential and commercial development comprising primarily offices, a retail mall and residential units with ancillary retail units in Dongguan city, Guangdong province, PRC.

### 3. INFORMATION ON THE VANKE GROUP

- 3.1 VKHK is a company domiciled in Hong Kong and is a wholly-owned subsidiary of China Vanke Co., Ltd.. China Vanke Co., Ltd. is listed on both The Stock Exchange of Hong Kong Limited and the Shenzhen Stock Exchange.
- 3.2 Vanke is a wholly-owned subsidiary of China Vanke Co., Ltd..
- 3.3 The Vanke group is a leading real estate developer in the PRC with its main business being real estate development and property management service. As at the end of 2015, the Vanke group has been involved in property development in 64 cities in the PRC. Its contracted sales amount in 2015 amounted to RMB261.47 billion with a year-on-year growth of 20.7%. The Vanke group also delivers property management service business. As at the end of 2015, its property management service business had almost a thousand property service projects in 64 large and medium-sized cities in the PRC, covering a contractual property management area of more than 210 million square meters.

### 4. INFORMATION ON REGENT

Regent is an investment holding company incorporated in the British Virgin Islands. The sole shareholder of Regent is Mr Shu Zhen. Mr Shu was appointed as the Chief Executive Officer of the Group's Guangdong operations in August 2012 and is currently responsible for overseeing the Group's business operations in Dongguan, PRC.

### 5. SALIENT TERMS OF THE PROPOSED TRANSACTION

#### 5.1 Consideration

Under the terms of the Share Subscription Agreement and the Assignment Agreement, the aggregate consideration for the Proposed Transaction ("**Consideration**") comprises:

- (a) RMB625,874,759 (approximately S\$127,490,688<sup>1</sup>) as cash consideration for the Share Subscription, comprising RMB530,258,739 (approximately S\$108,013,705) payable by Vanke (representing an issue price of RMB48,205,340 (approximately S\$9,819,428) per new ordinary share) and RMB95,616,020 (approximately S\$19,476,983) payable by Regent (representing an issue price of RMB31,872,007 (approximately S\$6,492,328) per new ordinary share). Vanke will be paying a higher price per new ordinary share as the consideration payable by Vanke includes a control premium; and
- (b) RMB911,561,166 (approximately S\$185,685,009) as cash consideration for the Loan Assignment, comprising RMB716,226,631 (approximately S\$145,895,364) payable by Vanke and RMB195,334,535 (approximately S\$39,789,645) payable by Regent; and

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<sup>1</sup> Unless otherwise stated, the assumed exchange rate of RMB1: S\$0.2037 is used in this announcement.

- (c) the amount of shareholder's loan to be injected by Vanke and Regent into China Co on the Completion Date to enable China Co to repay the 70% Onshore Loan. As at 19 August 2016, the amount of the 70% Onshore Loan is RMB130,900,000 (approximately S\$26,664,330).
- 5.2 The Consideration was arrived at pursuant to arm's length negotiations between the Company, Regent and Vanke on a willing-buyer and willing-seller basis, taking into account a number of factors including, *inter alia*, the current property market conditions in the PRC and the proposals received from other independent third parties regarding a possible collaboration with the Company in relation to the Project.
- 5.3 The consideration for the Share Subscription and Loan Assignment shall be satisfied by Vanke and Regent in the following manner:
- (a) Vanke and Regent shall deliver payment of their respective portion of the consideration for the Share Subscription to the Target on Completion Date by way of telegraphic transfer of the amount payable to an account designated by the Target or a cashier's order or banker's draft drawn on a bank licensed in Hong Kong and made out in favour of the Target, or in such other manner as may be agreed between the Target, Vanke and Regent in writing; and
- (b) the consideration for the Loan Assignment shall be satisfied by Vanke and Regent as follows:
- (i) within five (5) business days after signing of the Assignment Agreement, a deposit of RMB239,424,119 (approximately S\$48,770,693) ("**Deposit**") shall be paid to T Co comprising RMB221,818,951 (approximately S\$45,184,520) payable by Vanke and RMB17,605,168 (approximately S\$3,586,173) payable by Regent;
- (ii) on Completion Date, the loan of S\$96,441,527 ("**First Tranche**") shall be assigned by T Co to Vanke and Regent in their respective Subscription Proportion *inter se* against payment of the aggregate sum of RMB473,448,834 (approximately S\$96,441,527) ("**First Payment**") as follows:
- (A) on Completion Date, the Deposit shall be applied towards part payment of First Payment;
- (B) on Completion Date, Vanke and Regent shall pay RMB34,024,715 (approximately S\$6,930,834) (comprising RMB33,176,562 (approximately S\$6,758,066) payable by Vanke and RMB848,153 (approximately S\$172,768) payable by Regent) to T Co; and
- (C) on the date falling six (6) months from the Completion Date or such other date as may be agreed in writing between T Co, Vanke and Regent ("**Deferred Payment Date**"), Vanke and Regent shall pay RMB200,000,000 (approximately S\$40,740,000) ("**Deferred Payment**") (comprising RMB117,000,000 (approximately S\$23,832,900) payable by Vanke and RMB83,000,000 (approximately S\$16,907,100) payable by Regent) to T Co. In addition, Vanke and Regent will each pay an additional amount being interest accrued on their respective portion of the Deferred Payment at the rate of 3.5% per annum from the Completion Date up to the Deferred Payment Date (both dates inclusive); and

- (iii) on a date within one (1) month from the Completion Date as may be mutually agreed by T Co, Vanke and Regent in writing, the loan of S\$89,243,482 shall be assigned by T Co to Vanke and Regent in their respective Subscription Proportion *inter se* against payment of the aggregate sum of RMB438,112,332 (approximately S\$89,243,482) ("**Second Payment**") comprising RMB344,231,118 (approximately S\$70,119,879) payable by Vanke and RMB93,881,214 (approximately S\$19,123,603) payable by Regent) to T Co.

Each of the aforesaid amounts shall be paid by Vanke and Regent to T Co in RMB by way of a cashier's order or banker's draft drawn on a bank licensed in Hong Kong or in such other form as T Co, Vanke and Regent may agree.

#### 5.4 Conditions Precedent

Completion of the Share Subscription is conditional upon the completion of the assignment of the First Tranche to Vanke and Regent in accordance with the Assignment Agreement simultaneously with completion of the Share Subscription.

If the above condition is not fulfilled by 31 October 2016 or such other date as the Company, Vanke and Regent shall agree in writing, the Share Subscription Agreement shall be terminated in accordance with the terms of the Share Subscription Agreement.

### 6. **RATIONALE FOR THE PROPOSED TRANSACTION**

- 6.1 The Proposed Transaction will allow the Company to share the development risk of the Project with Regent and Vanke as joint venture partners. In particular, the Vanke group is an established property development conglomerate with a strong track record in the PRC. Entering into a joint venture with the Vanke group provides an opportunity for the Company to tap on the knowledge of the Vanke group and leverage on Vanke group's branding and experience in the PRC market to better promote and manage the Project.
- 6.2 In addition, the Proposed Transaction will enable the Company to realise some returns from its investment in the Project and strengthen its financial position. The proceeds of the cash consideration from the Proposed Transaction can also be redeployed by the Group in search of other opportunities to expand the Group's three (3) key property related businesses and to further finance the property development operations of the Project, if necessary.
- 6.3 At the same time, by retaining a significant 30% stake in the Target, the Company continues to be able to participate in any potential upside in the value of the Project.

### 7. **MAJOR TRANSACTION UNDER CHAPTER 10 OF THE LISTING MANUAL**

#### 7.1 **Relative Figures Pursuant to Rule 1006 of the Listing Manual**

The relative figures as computed on the bases as set out in Rule 1006 of the listing manual of the Singapore Exchange Securities Trading Limited (the "**Listing Manual**"), based on the latest announced unaudited consolidated accounts of the Group for the period ended 30 June 2016 ("**FS Financial Accounts**") are as follows:

Rule 1006	Bases	Relative Figures (%)
(a)	Net asset value of the assets to be disposed of, compared with the Group's net asset value	18.1% <sup>1</sup>

Rule 1006	Bases	Relative Figures (%)
(b)	Net profits/(loss) attributable to the assets disposed of, compared with the Group's net profits/(loss)	(0.7)% <sup>2</sup>
(c)	Aggregate value of the Consideration compared with the market capitalisation of the Company (based on total number of issued shares of the Company (" <b>Shares</b> "), excluding treasury shares)	45.5% <sup>3</sup>
(d)	Number of equity securities issued by the Company as consideration for an acquisition, compared with the number of equity securities previously in issue	N.A. <sup>4</sup>
(e)	Aggregate volume or amount of proved and probable resources to be disposed of, compared with the aggregate of the Group's proved and probable resources	N.A. <sup>5</sup>

Notes:

1. Based on the FS Financial Accounts, the Group's net asset value as at 30 June 2016 is S\$923,078,000. The net asset value<sup>2</sup> of the Target as at 30 June 2016 is S\$238,500,000. As such, the net asset value<sup>2</sup> attributable to a 70% stake in the Target amounted to S\$166,950,000.
2. Based on the FS Financial Accounts, the Group had a net profit of S\$28,991,000 for the half year ended 30 June 2016. The net loss of the Target for the same period (excluding interest expenses on intercompany loans and management fees to a fellow subsidiary) was S\$305,000. As such, the net loss attributable to the 70% stake in the Target amounted to S\$214,000. The negative figure is not meaningful as the Target is loss-making.
3. The Company's market capitalisation (based on an issued share capital of 589,814,949 Shares (the Company does not have treasury shares)) and the volume weighted average price of the Shares on the SGX-ST as at 18 August 2016 is S\$1.2654.
4. Not applicable as this basis is not applicable to the Proposed Transaction.
5. Not applicable as the Company is not a mineral, oil and gas company.

Notwithstanding that the relative figure under Rule 1006(c) exceeds 20%, the Company has obtained confirmation from the SGX-ST that shareholders' prior approval is not required in respect of the Proposed Transaction as the SGX-ST has no objection to the Company's submission that the Proposed Transaction is undertaken in the ordinary course of the Company's business and accordingly do not fall within the definition of "transaction" under Chapter 10 of the Listing Manual. As requested by SGX-ST, the Company is making this announcement and disclosing the details under Rule 1010 of the Listing Manual to enable shareholders of the Company to be informed of the Proposed Transaction.

## 8. FINANCIAL EFFECTS OF THE PROPOSED TRANSACTION

- 8.1 Based on the FS Financial Accounts, the book value and net tangible asset value<sup>2</sup> attributable to a 70% interest in the Target as at 30 June 2016 is approximately S\$167.0 million.

<sup>2</sup> Adjusted for the aggregate amount of (1) the total loans extended by T Co to the Target and (2) loans extended by PRC companies within the Group to China Co.

8.2 Based on the FS Financial Accounts, the Group's estimated net gain from the Proposed Transaction is approximately S\$95.3 million and the estimated net proceeds will amount to approximately S\$243.4 million, after taking into account professional fees of advisors and associated transaction costs. The net proceeds from the Proposed Transaction are intended to be used as general working capital.

8.3 The financial effects of the Proposed Transaction as set out below are prepared based on the Group's audited consolidated financial statements for the financial year ended 31 December 2015 ("**FY2015**") and subject to the following key assumptions:

- (a) the effect of the Proposed Transaction on the Company's net tangible assets ("**NTA**") per Share is based on the assumption that the Proposed Transaction had been effected on 31 December 2015; and
- (b) the effect of the Proposed Transaction on the Company's earnings per Share ("**EPS**") for FY2015 is based on the assumption that (i) the Proposed Transaction had been effected on 1 January 2015 and (ii) the acquisition of East River Plot Two was completed on 1 January 2015<sup>3</sup>.

8.4 The financial effects below are purely for illustrative purposes only and are not indicative of the actual financial position of the Group and/or the Company following the Proposed Transaction.

**(a) NTA per Share**

	<b>Before the Proposed Transaction</b>	<b>After the Proposed Transaction</b>
NTA (S\$'000)	974,738	1,065,418
NTA per Share (cents)	165.26	180.64

Note:

*NTA per Share is calculated based on (a) 589,814,949 issued Shares as at 31 December 2015 (the Company has no treasury shares) and (b) an assumed exchange rate of RMB1 : S\$0.2175, being the relevant exchange rate as at 31 December 2015.*

**(b) Profits and Earnings per Share**

	<b>Before the Proposed Transaction</b>	<b>After the Proposed Transaction</b>
Profit after tax and minority interests (S\$'000)	67,362	173,563
Earnings per Share (basic and diluted) (cents)	11.42	29.43

<sup>3</sup> As disclosed in the Company's 2015 Annual Report, the Group won the public land tender for East River Plot Two on 4 December 2015. However, for the purposes of providing a meaningful reflection of the proforma EPS under paragraph 8.4 of this announcement, the financial effects for illustrative purposes only under paragraph 8.4(b) assumes that the acquisition of East River Plot Two was completed on 1 January 2015.



Note:

*EPS is calculated based on (a) the weighted average number of 589,814,949 issued Shares during the financial year ended 31 December 2015 (the Company has no treasury shares) and (b) an assumed exchange rate of RMB1 : S\$0.2179, being the applicable average exchange rate for the financial year ended 31 December 2015.*

**9. INTERESTS OF DIRECTORS AND CONTROLLING SHAREHOLDERS**

Save as disclosed in this announcement:

- (a) none of the directors of the Company has any interest, direct or indirect, in the Proposed Transaction, save through his shareholding in the Company (if any); and
- (b) to the best of the knowledge of the directors of the Company, none of the controlling shareholders of the Company has any interest, direct or indirect, in the Proposed Transaction, save through such shareholders' shareholding in the Company.

**10. DIRECTORS' SERVICE CONTRACTS**

No person is proposed to be appointed as a director of the Company in connection with the Proposed Transaction, and no director's service contract is proposed to be entered into by the Company with any person in connection with the Proposed Transaction.

**11. DOCUMENT AVAILABLE FOR INSPECTION**

Copies of the Share Subscription Agreement and Assignment Agreement are available for inspection during normal business hours at the Company's business address at 63, Market Street, #06-03 Bank of Singapore Centre Singapore 048942 for a period of three (3) months from the date of this announcement.

**12. CAUTIONARY STATEMENT**

Shareholders and potential investors are advised to exercise caution in the trading of their Shares in the Company. The Proposed Transaction is subject to, *inter alia*, the fulfilment of the condition set out in paragraph 5.4 of this announcement. There is no certainty and assurance as at the date of this announcement that the Proposed Transaction will be completed or that no changes will be made to the terms thereof. Shareholders and potential investors are advised to read this announcement and any further announcements by the Company carefully. Shareholders and potential investors should consult their stockbrokers, solicitors or other professional advisors if they have any doubts about the actions they should take.

BY ORDER OF THE BOARD  
FIRST SPONSOR GROUP LIMITED

Neo Teck Pheng  
Group Chief Executive Officer

22 August 2016

Star of East River project  
Dongguan city, Guangdong province, PRC



vanke 万科

## **First Sponsor Group Limited**

**Collaboration with China Vanke  
for the development of the  
Star of East River Project**

**22 August 2016**

# Disclaimer

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This document may contain forward-looking statements that involve assumptions, risks and uncertainties. Actual future performance, outcomes and results may differ materially from those expressed in forward-looking statements as a result of a number of risks, uncertainties and assumptions. Representative examples of these factors include (without limitation) general industry and economic conditions, interest rate trends, cost of capital and capital availability, availability of real estate properties, competition from other developments or companies, shifts in customer demands, customers and partners, expected levels of occupancy rate, property rental income, changes in operating expenses (including employee wages, benefits and training costs), governmental and public policy changes and the continued availability of financing in the amounts and the terms necessary to support future business. You are cautioned not to place undue reliance on these forward-looking statements, which are based on the current view of management on future events.

We had on 10 July 2014 issued a prospectus which was lodged for registration by the Monetary Authority of Singapore (the “Prospectus”). The results contained in this document should be reviewed in conjunction with the Prospectus.

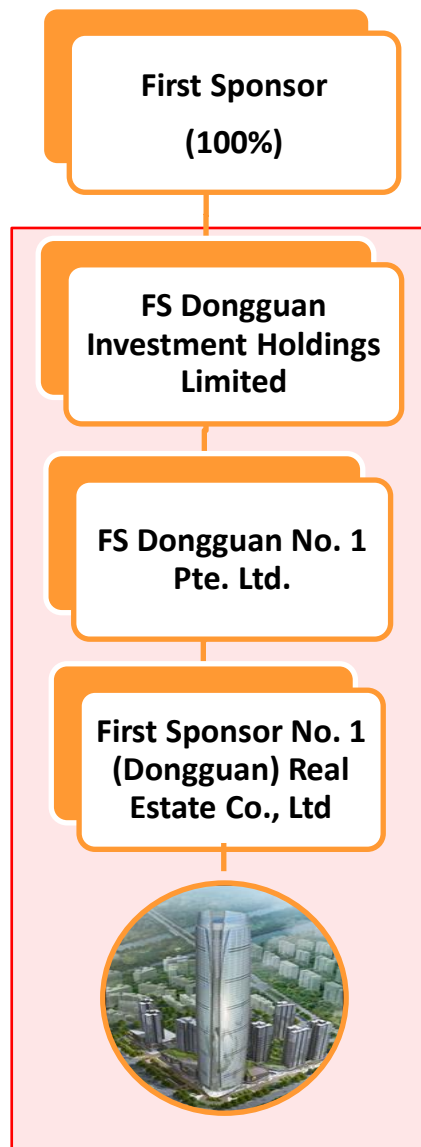
# Executive Summary

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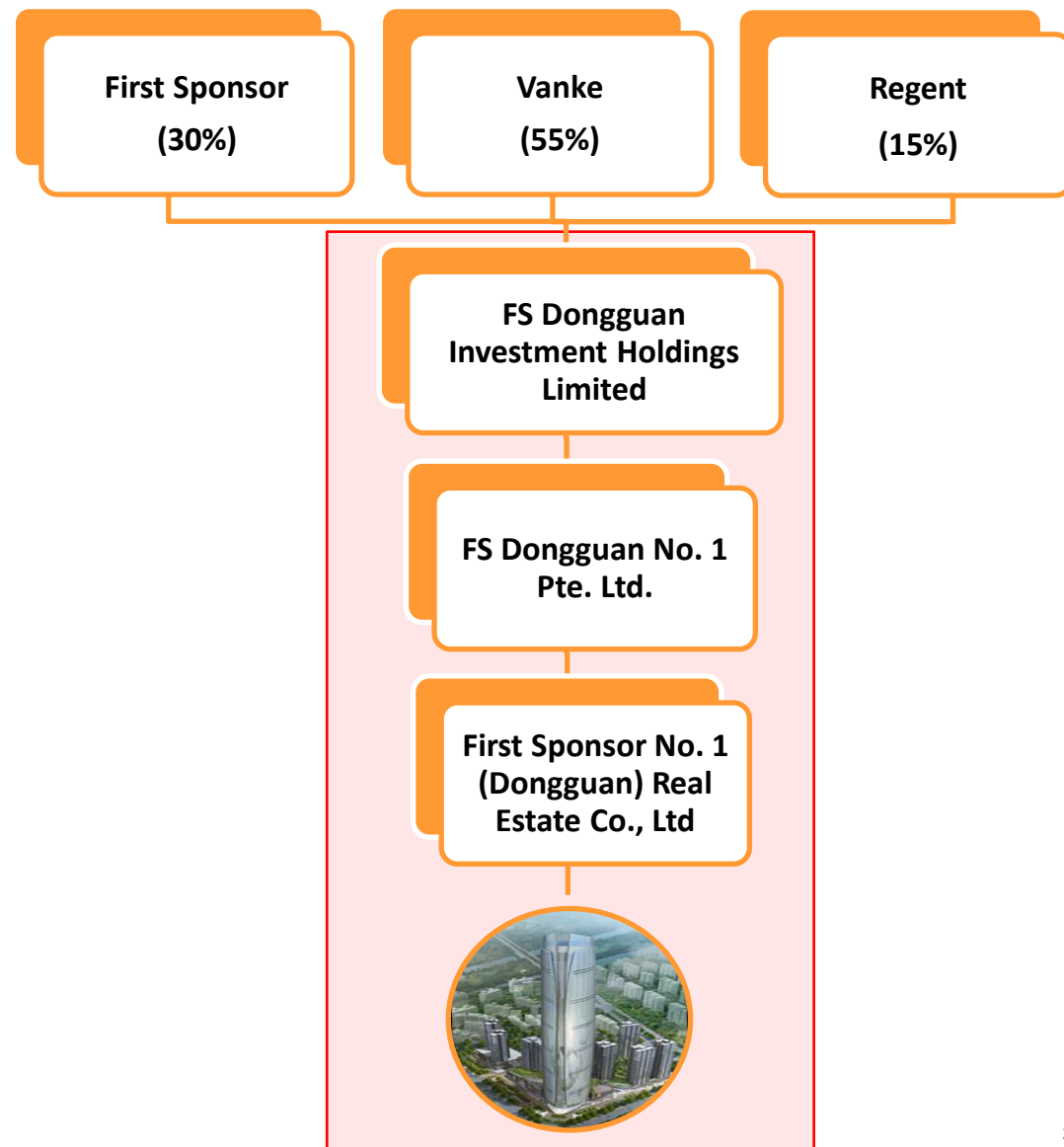
- First Sponsor Group Limited (“First Sponsor” or the “Company”, and together with its subsidiaries, the “Group”), is pleased to announce that the Group has on 19 August 2016 entered into a share subscription agreement and assignment agreement with a wholly-owned subsidiary of China Vanke Co., Ltd (“Vanke”) and Regent Land Investment Holdings Limited (together “Investors”) to collaborate in the development of the Group’s Star of East River project (“Project”) in Dongguan city, Guangdong province, PRC.
- The joint venture will allow the Company to tap on the extensive experience and business network of Vanke, one of the largest property developers in the PRC, to enhance the value of the Project, and share the development risk of the Project with the Investors.
- Based on the recently announced 2Q2016 financials, the Group’s estimated net gain from the transaction is approximately S\$95.3 million and the estimated net proceeds will amount to approximately S\$243.4 million. The proceeds can be redeployed by the Group in search of other opportunities to expand the Group’s three key property related businesses and to further finance the property development operations of the Project, if necessary.
- By retaining a significant 30% stake in the Project, the Company continues to be able to participate in any potential upside in the value of the Project.
- The above transaction is expected to be completed in October 2016. Please refer to the SGX announcement for the details of this transaction.

# Pre and Post Completion Structure

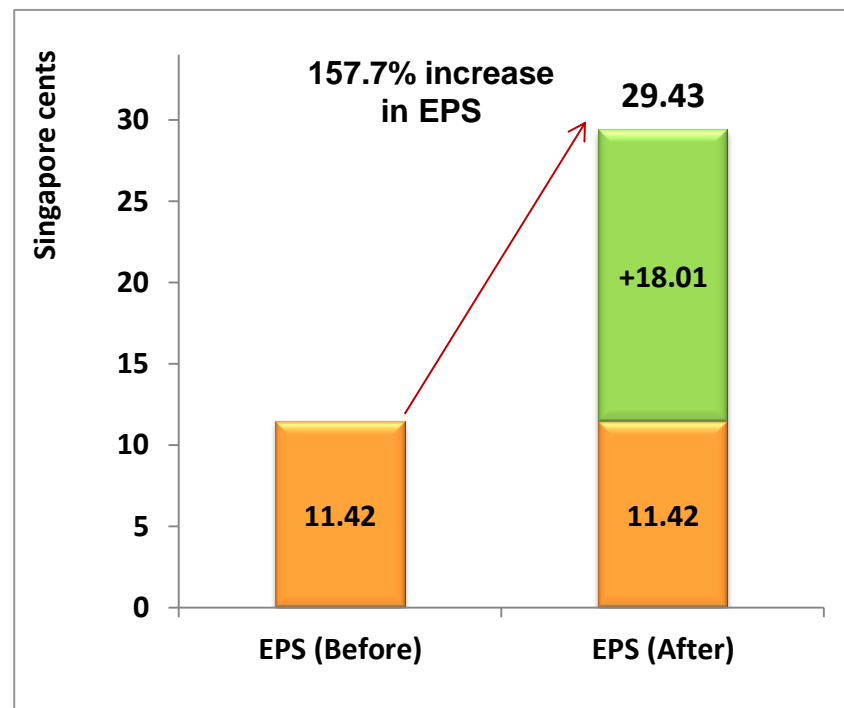
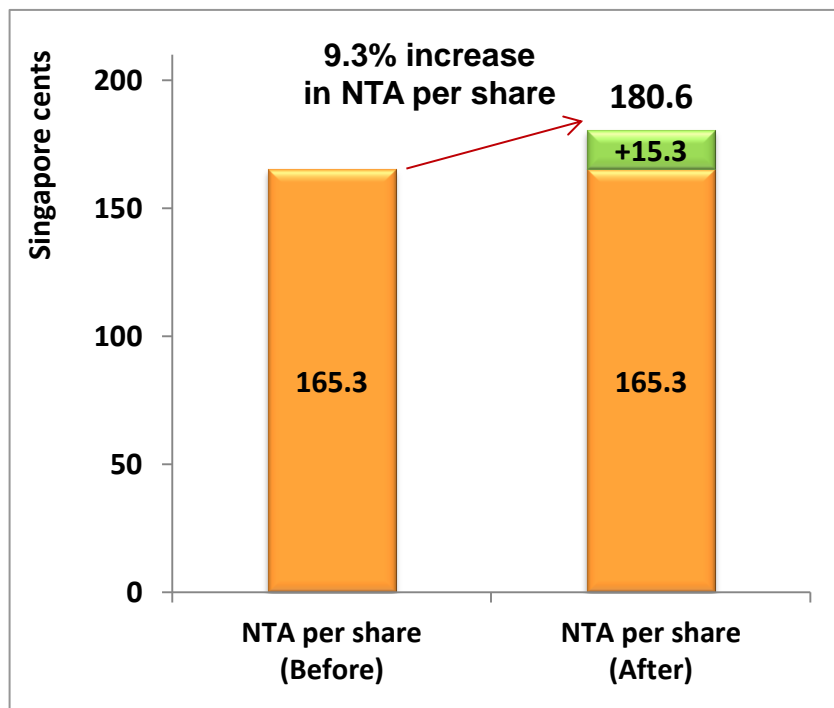
## Pre Completion Structure



## Post Completion Structure



# Proforma Financial Effects



## 1. Net tangible assets

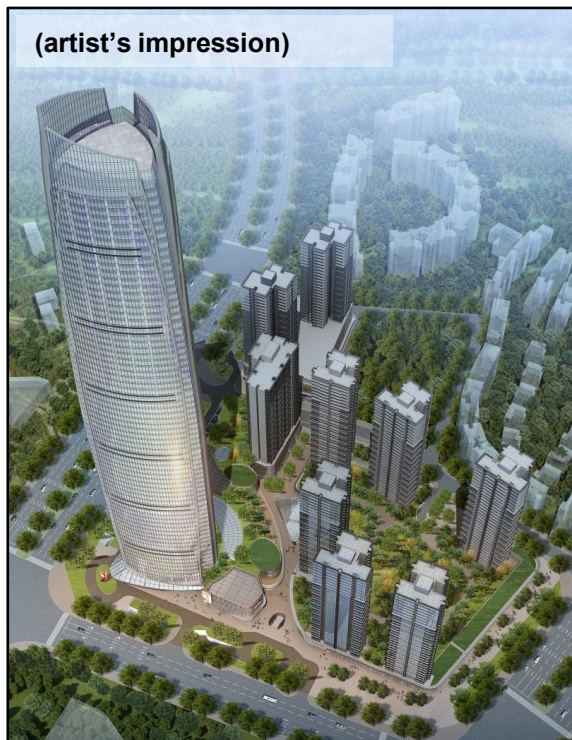
- If the transaction had been effected on 31 Dec 2015, the Group's net tangible assets ("NTA") per share would increase by 9.3% to 180.6 Singapore cents per ordinary share.

## 2. Accretive to Group's EPS

- If the transaction had been completed on 1 Jan 2015, the Group's earnings per share ("EPS") would increase by 157.7% to 29.43 Singapore cents per ordinary share.



# Information on Star of East River Project



## Project Information

A proposed mixed-use residential and commercial development comprising primarily offices, a retail mall and residential units with ancillary retail units.

## Location

Wanjiang and Nancheng District,  
Dongguan, Guangdong Province, PRC.

## Land Tenure (developing on two adjacent plots)

East River Plot One:

Leasehold to year 2054 (commercial); year 2084 (residential)

East River Plot Two:

Leasehold to year 2055 (commercial); year 2085 (residential)

## Site Area

49,137 m<sup>2</sup>

## Saleable Gross Floor Area

Approximately 367,726 m<sup>2</sup>

# Information on the Collaborating Parties

## About First Sponsor Group Limited ([www.1st-sponsor.com.sg](http://www.1st-sponsor.com.sg))



First Sponsor Group Limited, a property developer in the People's Republic of China (the "PRC"), owner of commercial properties in the PRC and the Netherlands, and a provider of property financing services in the PRC, was listed on the Mainboard of Singapore Exchange Securities Trading Limited on 22 July 2014. The Group is supported by both its established key controlling shareholders, the Hong Leong group of companies, through its shareholding interests in Millennium & Copthorne Hotels plc ("M&C UK"), and Tai Tak Estates Sendirian Berhad, a private company with a long operating history, which was incorporated in Singapore in 1954.

## About China Vanke Co., Ltd ([www.vanke.com](http://www.vanke.com))



Vanke is a leading real estate developer in the PRC with its main business being real estate development and property management service. It is listed on both The Stock Exchange of Hong Kong Limited and the Shenzhen Stock Exchange with a recent market capitalisation of approximately S\$56 billion. As at the end of 2015, the Vanke group has been involved in property development in 64 cities in the PRC. Its sales amount in 2015 amounted to RMB261.47 billion with a year-on-year growth of 20.7%. The Vanke group also delivers property management service business. As at the end of 2015, its property management service business had almost one thousand property service projects in 64 large and medium-sized cities in the PRC, covering a contractual property management area of more than 210 million square meters.

## About Regent Land Investment Holdings Limited

Regent is an investment holding company wholly owned by Mr Shu Zhen. Mr Shu was appointed as the Chief Executive Officer of the Group's Guangdong operations in August 2012 and is currently responsible for overseeing the Group's business operations in Dongguan, PRC.







# FIRST SPONSOR GROUP LIMITED

Co Reg. No: AT-195714 | Business Address: 63 Market Street, #06-03 Bank of Singapore Centre, Singapore 048942

## Press Release

### **FIRST SPONSOR COLLABORATES WITH CHINA VANKE TO DEVELOP THE STAR OF EAST RIVER PROJECT IN DONGGUAN CITY, GUANGDONG PROVINCE, PRC**

**Singapore, 22 August 2016** – Singapore Exchange (SGX) Mainboard-listed First Sponsor Group Limited (“First Sponsor” or the “Company”, and together with its subsidiaries, the “Group”), is pleased to announce that the Group has on 19 August 2016 entered into a share subscription agreement and assignment agreement with a wholly-owned subsidiary of China Vanke Co., Ltd (“Vanke”) and Regent Land Investment Holdings Limited (together “Investors”) to collaborate in the development of the Group’s Star of East River project (“Project”) in Dongguan city, Guangdong province, PRC.

The joint venture will allow the Company to tap on the extensive experience and business network of Vanke, one of the largest property developers in the PRC, to enhance the value of the Project, and share the development risk of the Project with the Investors.

Based on the recently announced 2Q2016 financials, the Group’s estimated net gain from the transaction is approximately S\$95.3 million and the estimated net proceeds will amount to approximately S\$243.4 million. The proceeds can be redeployed by the Group in search of other opportunities to expand the Group’s three key property related businesses and to further finance the property development operations of the Project, if necessary.

By retaining a significant 30% stake in the Project, the Company continues to be able to participate in any potential upside in the value of the Project.

Mr Neo Teck Pheng, Group Chief Executive Officer, said, “First Sponsor is excited with the great opportunity to collaborate with Vanke, one of the most established leading real estate developers in the PRC. We hope to learn from Vanke, and by tapping on Vanke’s extensive experience and expertise, the full potential return of the Project can be unlocked for the benefit of all investors.”

The above transaction is expected to be completed in October 2016. Please refer to the SGX announcement for the details of this transaction.

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### **About First Sponsor Group Limited ([www.1st-sponsor.com.sg](http://www.1st-sponsor.com.sg))**

First Sponsor Group Limited (“**First Sponsor**”, and together with its subsidiaries, the “**Group**”), a property developer in the People’s Republic of China (the “**PRC**”), owner of commercial properties in the PRC and the Netherlands, and a provider of property financing services in the PRC, was listed on the Mainboard of Singapore Exchange Securities Trading Limited on 22 July 2014. The Group is supported by both its established key controlling shareholders, the Hong Leong group of companies, through its shareholding interests in Millennium & Copthorne Hotels plc (“**M&C UK**”), and Tai Tak Estates Sendirian Berhad, a private company with a long operating history, which was incorporated in Singapore in 1954.

### **About Vanke ([www.vanke.com](http://www.vanke.com))**

Vanke is a leading real estate developer in the PRC with its main business being real estate development and property management service. It is listed on both The Stock Exchange of Hong Kong Limited and the Shenzhen Stock Exchange with a recent market capitalisation of approximately S\$56 billion. As at the end of 2015, the Vanke group has been involved in property development in 64 cities in the PRC. Its sales amount in 2015 amounted to RMB261.47 billion with a year-on-year growth of 20.7%. The Vanke group also delivers property management service business. As at the end of 2015, its property management service business had almost one thousand property service projects in 64 large and medium-sized cities in the PRC, covering a contractual property management area of more than 210 million square meters.

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Please visit [www.1st-sponsor.com.sg](http://www.1st-sponsor.com.sg) for the Group’s financial statements, investor presentations and press releases.