

Sino-Ocean Land (Perpetual Finance) Limited

(Incorporated in British Virgin Island with limited liability)

The Board of Directors of Sino-Ocean Land (Perpetual Finance) Limited (the “**Company**”) announces that Sino-Ocean Land Holdings Limited, the Company’s parent company, has released an announcement of Change of Directors and Company Secretary and the announcement as attached has been posted on the websites of The Stock Exchange of Hong Kong Limited and Sino-Ocean Land Holdings Limited.

By Order of the Board

Sino-Ocean Land (Perpetual Finance) Limited

SUM Pui Ying

Director

21 August 2015

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远洋地产

遠洋地產控股有限公司

Sino-Ocean Land Holdings Limited

(incorporated in Hong Kong with limited liability under the Hong Kong Companies Ordinance)

(Stock Code: 03377)

**CHANGE OF DIRECTORS, COMPANY SECRETARY
AND
AUTHORISED REPRESENTATIVE**

The Board announces that:

- (a) Mr. Cheung Vincent Sai Sing has tendered his resignation as executive director and a member of investment committee of the Company with effect from 22 August 2015.
- (b) Mr. Chung Chun Kwong, Eric has tendered his resignation as non-executive director and a member of audit committee of the Company with effect from 22 August 2015.
- (c) Mr. Kwok Kin Ho has been appointed as executive director and a member of investment committee of the Company with effect from 22 August 2015.
- (d) Mr. Yang Leyu has been appointed as non-executive director and a member of audit committee of the Company with effect from 22 August 2015.
- (e) Mr. Lam Tsz Kin has tendered his resignation as company secretary and authorized representative of the Company with effect from 22 August 2015.
- (f) Mr. Chung Kai Cheong has been appointed as company secretary and authorized representative of the Company with effect from 22 August 2015.

Resignation of Directors

The board (the “**Board**”) of directors of Sino-Ocean Land Holdings Limited (the “**Company**”) announces that Mr. Cheung Vincent Sai Sing (“**Mr. Cheung**”) has tendered his resignation as an executive director of the Company with effect from 22 August 2015 due to other business engagements which require more of his time and attention. Mr. Cheung has ceased to be a member of the investment committee of the Company with effect from the same date.

The Board further announces that Mr. Chung Chun Kwong, Eric (“**Mr. Chung**”) has tendered his resignation as a non-executive director of the Company with effect from 22 August 2015 due to other business engagements which require more of his time and attention. Mr. Chung has ceased to be a member of the audit committee of the Company with effect from the same date.

Each of Mr. Cheung and Mr. Chung confirmed that he has no disagreement with the Board and that there are no other matters relating to his resignations that need to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) or the shareholders of the Company.

The Board would like to express its appreciation to Mr. Cheung and Mr. Chung for their invaluable contribution to the Company during their tenure of office.

Appointments of Directors

The Board is pleased to announce that with effect from 22 August 2015, Mr. Kwok Kin Ho (“**Mr. Kwok**”) has been appointed by the Board as an executive director and a member of investment committee of the Company and Mr. Yang Leyu (“**Mr. Yang**”) has been appointed by the Board as a non-executive director and a member of audit committee of the Company.

Mr. Kwok aged 51, is the Chief Executive of China Property of Nan Fung group of companies (the “**Nan Fung Group**”). Mr. Kwok joined Nan Fung Group in July 2015 and is responsible for Nan Fung Group’s overall property development, property investment and asset management businesses in the PRC. He has over 25 years of real estate development, investment and as well as asset management experience in the PRC. Before joining Nan Fung Group, he worked at the group of Hongkong Land Holdings Limited for about 19 years and was the President, Residential Property, the PRC prior to his departure. Mr. Kwok obtained a master of science degree in Real Estate from the University of Hong Kong in 2004. He completed the Global CEO Program for China organised jointly by the CEIBS-Harvard Business School-IESE Business School in 2006. Mr. Kwok was nominated by Nan Fung International Holdings Limited (“**Nan Fung International**”), which is a substantial shareholder of the Company.

Mr. Yang, aged 41, is the Vice President of China Property of Nan Fung Group. Mr. Yang has extensive experience in property investment, financing, merger and acquisition and has accumulated 15 years of experience in the real estate industry. Mr. Yang has joined Nan Fung Group since 2007 and is currently responsible for the property investment, development as well as asset management in the PRC market. During his service with Nan Fung Group, Mr. Yang initiated, managed or executed many of Nan Fung Group's major China investments with diversified investment strategies. Mr. Yang graduated from Shandong Jianzhu University with a bachelor's degree in mechanical engineering in 1997 and obtained a master's degree in business administration from the University of Hong Kong in 2004. Mr. Yang was nominated by Nan Fung International.

The appointment of Mr. Kwok as executive director and Mr. Yang as non-executive director of the Company is for a term of one year commencing on 22 August 2015 and is subject to retirement by rotation and re-election at the forthcoming general meeting in accordance with the articles of association of the Company. Each of Mr. Kwok and Mr. Yang will be entitled to a director's fee of HK\$350,000 per annum, which was determined by the Board with reference to their duties and responsibilities within the Company, the Company's remuneration policy and the prevailing market conditions.

As at the date of this announcement, each of Mr. Kwok and Mr. Yang does not hold any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, Mr. Kwok and Mr. Yang have no relationship with any other directors, senior management or substantial or controlling shareholders of the Company and did not hold any directorship in any other listed public companies during the last three years preceding the date of this announcement. Each of Mr. Kwok and Mr. Yang does not hold any position with the Company or any of its subsidiaries.

Save as disclosed above, Mr. Kwok and Mr. Yang confirmed that there are no other matters that need to be brought to the attention of the shareholders of the Company in connection with their appointment and there is no other information that should be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**").

The Board would like to take this opportunity to welcome Mr. Kwok and Mr. Yang to join the Board.

Change of Company Secretary and Authorized Representatives

The Board hereby announces that Mr. Lam Tsz Kin (“**Mr. Lam**”) has tendered his resignation as the company secretary and will cease to be an authorised representative of the Company under Rule 3.05 of Listing Rules with effect from 22 August 2015.

Mr. Lam has confirmed that he has no disagreement with the Board and there is no matter that needs to be brought to the attention of the Stock Exchange or the shareholders of the Company in relation to his resignation.

Following the resignation of Mr. Lam, the Board is pleased to announce that Mr. Chung Kai Cheong has been appointed as the company secretary and authorised representative of the Company under Rule 3.05 of the Listing Rules with effect from 22 August 2015. Mr. Chung Kai Cheong obtained a bachelor’s degree majoring in accountancy from The City University of Hong Kong in September 2000. He is currently a fellow of the Hong Kong Institute of Certified Public Accountants. Mr. Chung Kai Cheong has over 15 years of experience in accounting, financial management, cooperate finance and auditing. Mr. Chung Kai Cheong has extensive knowledge in accounting and the Listing Rules and regulations in Hong Kong. He has rich experience in listed companies in Hong Kong.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Lam for his valuable contribution to the Company during his tenure of office and extend its welcome to Mr. Chung Kai Cheong on his new appointment.

By order of the Board
Sino-Ocean Land Holdings Limited
LI Ming
Chairman

Hong Kong, 21 August 2015

As at the date of this announcement, the directors of the Company comprise:

Executive directors:

Mr. LI Ming

Ms. LIU Hui

Mr. CHEUNG Vincent Sai Sing

Mr. CHEN Runfu

Mr. WEN Haicheng

Non-executive directors:

Mr. YANG Zheng

Mr. FANG Jun

Mr. CHUNG Chun Kwong, Eric

Independent non-executive directors:

Mr. TSANG Hing Lun

Mr. GU Yunchang

Mr. HAN Xiaojing

Mr. ZHAO Kang