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GEMSTONES INTERNATIONAL LIMITED

(碧玺国际有限公司)

(Incorporated in British Virgin Islands with Limited Liability)

Consent Solicitation in respect of

8.5% Senior Notes Due 2020

Unconditionally and Irrevocably Guaranteed by



LVGEM

綠景(中國)地產投資有限公司

LVGEM (CHINA) REAL ESTATE INVESTMENT COMPANY LIMITED

(Incorporated in the Cayman Islands with limited liability)

(HKSE Stock Code: 95)

ANNOUNCEMENT

Hong Kong – November 28, 2018 – Reference is made to the announcement of LVGEM (China) Real Estate Investment Company Limited (綠景(中國)地產投資有限公司) (the “**Company**”) (HKEX: 00095) dated November 22, 2018 in relation to the receipt of number of consents necessary for certain proposed amendments (the “**Proposed Amendments**”), as described therein, to the Indenture, dated as of August 15, 2017 (as supplemented or amended to the date hereof, the “**Indenture**”), by and between Gemstones International Limited (碧玺国际有限公司) (a wholly owned subsidiary of the Company, the “**Issuer**”), the Company, the Subsidiary Guarantors (as defined therein) and Citicorp International Limited, as trustee, governing its 8.5% Senior Notes Due 2020 (Common Code 164355667, ISIN No. XS1643556670) (the “**Notes**”). Capitalized terms used herein but not defined shall have the meanings ascribed to them in the Indenture.

The Company is pleased to announce the execution of the supplement to the Indenture (the “**Supplemental Indenture**”), all dated November 27, 2018 (the “**Effective Time**”), by and among the Issuer, the Company, the Subsidiary Guarantors and the trustee, giving effect to the Proposed Amendments in compliance with the conditions contained in the Indenture. The Company will send copies of the Supplemental Indenture to Holders of the Notes upon request.

For a detailed statement of the Proposed Amendments, Holders of the Notes should refer

to the relevant Consent Solicitation Statement and to related documents, which can be found on the consent website <https://sites.dfkingltd.com/lvgem>.

The Company has paid consent fee in accordance with the terms set forth in the Consent Solicitation Statement.

The distribution of this announcement in certain jurisdictions may be restricted by law. Persons into whose possession this press release comes are required to inform themselves about, and to observe, any such restrictions.

ABOUT THE COMPANY

The Company is a leading, specialized property developer and commercial property operator based in Shenzhen, PRC. The Company is listed on The Stock Exchange of Hong Kong Limited (Hong Kong Stock Code: 00095). The Company aims to be the most respected urban value creator by providing quality products and services and creating social, economic and cultural values for cities. For more information, please visit <http://www.lvgem-china.com/>.

FORWARD-LOOKING INFORMATION

Forward-looking statements in this announcement, including those statements relating to the Consent Solicitation are based on current expectations. These statements are not guarantees of future events or results. Future events and results involve some risks, uncertainties and assumptions that are difficult to predict. Actual events and results could vary materially from the description contained herein due to many factors including changes in the market and price for the Notes; changes in the business and financial condition of the Company and its subsidiaries; changes in the debt markets in general; and the occurrence of events specified in the Consent Solicitation that would trigger a condition permitting termination or amendment of the Consent Solicitation.

On behalf of the Board
LVGEM (China) Real Estate Investment Company Limited
(綠景(中國)地產投資有限公司)

Huang Jingshu
Chairman

Hong Kong, November 28, 2018

As at the date of this announcement, the executive directors of the Company are Ms. HUANG Jingshu (Chairman), Mr. TANG Shouchun (Chief Executive Officer), Mr. YE Xingan, Ms. DENG Chengying and Mr. HUANG Hao Yuan; the non-executive director of the Company is Ms. LI Lihong; and the independent non-executive directors of the Company are Mr. ZHU Jiusheng, Mr. WANG Jing and Ms. HU Gin Ing.