

Stock code: 000024, 200024

Stock short name: ZSDC, ZSJB

Announcement No.: [CMPD] 2015-079

## **China Merchants Property Development Co., Ltd.**

### **Suggestive Announcement on General Risks Concerning the Major Asset Restructuring**

The Company and all members of the Board of Directors hereby guarantee that this Announcement is true, correct and complete without any false records, misleading statements or material omissions.

China Merchants Shekou Industrial Zone Holdings Co., Ltd. (hereinafter referred to as “CMSIZH”) plans to merge the China Merchants Property Development Co., Ltd (hereinafter referred to as “CMPD”) through stock-for-stock merger.

CMSIZH plans to issue A-shares to all CMPD shareholders except the CMSIZH and its subsidiaries for obtaining all CMPD shares held by them; after completion of this stock-for-stock merger, CMSIZH will inherit and take over all assets, liabilities, businesses, staff, contracts and all other rights and obligations of CMPD as the receiver and the CMPD shall terminate the listing and cancel corporate capacity; CMSIZH shares (including those A-shares issued for this stock-for-stock merger) will be applied for listing and circulating in main board of Shenzhen Stock Exchange.

For details of this stock-for-stock merger, please refer to the *Report on Issuance of A-shares by China Merchants Shekou Industrial Zone Holdings Co., Ltd. for Stock-for-stock Merger of China Merchants Property Development Co., Ltd. and Issuance of A-shares to Specific Objects for Raising of Supporting Funds (Draft)* published on <http://www.cninfo.com.cn> by our Company on September 18, 2015.

The *Notice on Strengthening the Supervision over Abnormal Stock Transactions Relating to the Major Asset Restructuring of Listed Companies* stipulates that the Major Asset Restructuring may be suspended or terminated in case of abnormal stock transactions prior to the suspension of stock trading due to the Major Asset Restructuring of Company or being investigated on suspicion of insider trading.

Investors are solemnly advised to pay attention to investment risks.

China Merchants Property Development Co., Ltd.

Board of Directors

September 18, 2015