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AGILE PROPERTY HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3383)

FACILITY AGREEMENT WITH SPECIFIC PERFORMANCE COVENANTS

This announcement is made pursuant to Rule 13.18 of the Listing Rules.

The Company wishes to announce that pursuant to the Facility Agreement, it will be an Event of Default if the Controlling Shareholders collectively (directly or indirectly) do not own more than 50% of the total issued ordinary share capital of the Company; and/or the Controlling Shareholders do not or cease to be entitled to exercise management control of the Company.

This announcement is made by Agile Property Holdings Limited (the “**Company**”) pursuant to Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

FACILITY AGREEMENT

On 14 April 2014, the Company and certain of its subsidiaries entered into a facility agreement (the “**Facility Agreement**”) with Standard Chartered Bank (Hong Kong) Limited, Hang Seng Bank Limited and The Hongkong and Shanghai Banking Corporation Limited as Original Lenders and Mandated Lead Arrangers (both as defined in the Facility Agreement), Hang Seng Bank Limited as facility agent (the “**Facility Agent**”) and Hang Seng Bank Limited as the security agent (the “**Security Agent**”) pursuant to which a term loan facility in the amount of US\$475,000,000 (the “**Loan**”) has been granted to the Company for a term of 8 months.

Pursuant to the Facility Agreement, it will be an Event of Default (as defined in the Facility Agreement) if (i) Mr. Chen Zhuo Lin, Mr. Chan Cheuk Yin, Ms. Luk Sin Fong, Fion, Mr. Chan Cheuk Hung, Mr. Chan Cheuk Hei and Mr. Chan Cheuk Nam (collectively referred to as the “**Controlling Shareholders**”) collectively (directly or indirectly) do not own more than 50% of the total issued ordinary share capital of the Company; and/or (ii) the Controlling Shareholders do not or cease to be entitled to exercise management control of the Company. In case of an Event of Default that is continuing, the Facility Agent, if so directed by the Majority Lenders (as defined in the Facility Agreement) may, by notice to the Company: (a) cancel the Total Commitments (as defined in the Facility Agreement); (b) declare that all or part of the Loan, together with accrued interest, and all other amounts accrued or outstanding under the Finance Documents (as defined in the Facility Agreement) be immediately due and payable; (c) declare that all or part of the Loan be payable on demand by the Facility Agent on the instructions of the Majority Lenders; and/or (d)

exercise or direct the Security Agent to exercise all or any of its rights, remedies, powers or discretions under the Finance Documents.

By Order of the Board of
Agile Property Holdings Limited
Wai Ching Sum
Company Secretary

Hong Kong, 14 April 2014

As at the date of this announcement, the board of directors of the Company comprises twelve members, of which Mr. Chen Zhuo Lin (Chairman and President), Mr. Chan Cheuk Hung, Mr. Huang Fengchao, Mr. Liang Zhengjian and Mr. Chen Zhongqi are the executive directors; Mr. Chan Cheuk Yin, Ms. Luk Sin Fong, Fion, Mr. Chan Cheuk Hei and Mr. Chan Cheuk Nam are non-executive directors and Dr. Cheng Hon Kwan, Mr. Kwong Che Keung and Mr. Cheung Wing Yui are the independent non-executive directors.