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KAISA GROUP HOLDINGS LTD.

佳兆業集團控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1638)

12.875% Senior Notes Due 2017

10.25% Senior Notes Due 2020

8.875% Senior Notes Due 2018

6.875% Senior Notes Due 2016

ANNOUNCEMENT

Hong Kong – June 29, 2014 – Reference is made to the announcement of Kaisa Group Holdings Ltd. (the “**Company**”) dated June 9, 2014 in relation of the solicitation of consents (the “**Consent Solicitation**”) to certain proposed amendments (the “**Proposals**”), as described therein, to:

- the indenture, dated as of September 18, 2012 (as supplemented or amended to the date hereof, the “**2017 Indenture**”), by and between the Company, the Subsidiary Guarantors (as defined therein) and Citicorp International Limited, as trustee, governing its 12.875% Senior Notes Due 2017 (Common Code 082836675, ISIN XS0828366756) (the “**2017 Notes**”);

* For identification purposes only

- the indenture, dated as of January 8, 2013 (as supplemented or amended to the date hereof, the “**2020 Indenture**”), by and between the Company, the Subsidiary Guarantors (as defined therein) and Citicorp International Limited, as trustee, governing its 10.25% Senior Notes Due 2020 (Common Code 087158047, ISIN XS0871580477) (the “**2020 Notes**”);
- the indenture, dated as of March 19, 2013 (as supplemented or amended to the date hereof, the “**2018 Indenture**”), by and between the Company, the Subsidiary Guarantors (as defined therein) and Citicorp International Limited, as trustee, governing its 8.875% Senior Notes Due 2018 (CUSIP 48300T AB8, Common Code 90471139, ISIN US48300TAB89 (Rule 144A) and CUSIP G52132 AF7, Common Code 90471368, ISIN USG52132AF72 (Regulation S)) (the “**2018 Notes**”); and
- the indenture, dated as of April 22, 2013 (as supplemented or amended to the date hereof, the “**2016 Indenture**” and, together with the 2017 Indenture, the 2020 Indenture and the 2018 Indenture, the “**Indentures**”), by and between the Company, the Subsidiary Guarantors (as defined therein) and Citicorp International Limited, as trustee, governing its 6.875% Senior Notes Due 2016 (CMU Instrument No. CILHKN13004, Common Code 091908786, ISIN HK0000146719) (the “**2016 Notes**” and, together with the 2017 Notes, the 2020 Notes and the 2018 Notes, the “**Notes**” and, each, a “**Series**”).

As indicated in the consent solicitation statements dated June 9, 2014, with respect to the 2017 Notes and the 2020 Notes, the 2018 Notes and the 2016 Notes, respectively, the consent solicitation period expired at 5:00 p.m., Central European summer time, on June 20, 2014 with respect to the 2017 Notes and the 2020 Notes, 5:00 p.m., New York City time, on June 20, 2014 with respect to the 2018 Notes, and 5:00 p.m., Hong Kong time, on June 27, 2014 with respect to the 2016 Notes.

The Company announces that it has received the requisite consents necessary for the Proposals to the each of the Indentures.

As the requisite consents have been obtained, the Company and the Subsidiary Guarantors intend to execute an indenture supplement with respect to each Indenture with the respective trustee as soon as practicable to give effect to the Proposals.

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 PRC property developer with a sizable and diversified land bank of approximately 23.3 million sq.m. GFA in 27 cities across five regions. According to “Top 50 Real Estate Enterprise Property Developers by Sales in 2011,” “Top 50 Real Estate Enterprise Property Developers by Sales in 2012” and “Top 50 Real Estate Enterprise Property Developers by Sales in 2013” jointly compiled and issued by China Real Estate Information Corporation and China Real Estate Appraisal Center, Kaisa was ranked 12th, 17th and 25th nationwide in terms of GFA sold in 2011, 2012 and 2013, respectively. The Company focuses on mass market housing demand and are primarily engaged in the development of large-

scale residential properties as well as integrated commercial properties. Headquartered in Shenzhen, the Special Economic Zone adjacent to Hong Kong, The Company has historically focused its property development in the Pearl River Delta region. Its well-established position in the Pearl River Delta region is supported by its geographically diversified development portfolio, including projects in Greater Shenzhen, Foshan, Guangzhou and Zhuhai. Leveraging its success in the Pearl River Delta region, the Company has also expanded into other areas in China, including Shanghai, Hangzhou, Taizhou and Jiangyin in the Yangtze River Delta region, Chengdu, Chongqing and Nanchong in the Western China region, Changsha, Wuhan and Zhuzhou in the Central China region, and Shenyang, Yingkou, Benxi, Panjin, Anshan, Weifang, Liaoyang, Dalian, Dandong, Huludao and Qingdao in the Pan-Bohai Bay Rim. With its in-depth property development experience and the dedication that it has demonstrated throughout its operational history, the Company intends to expand into other regions in China. The Company believes “Kaisa” symbolizes its high quality property developments and high standards of industry practice and encapsulates its devotion to customer satisfaction.

FORWARD-LOOKING INFORMATION

Forward-looking statements in this announcement, including those statements relating to the Consent Solicitation, such as the payment of the consent fee and the execution of the indenture supplements, 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 any Series of 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
Kaisa Group Holdings Ltd.
Kwok Ying Shing
Chairman and Executive Director

Hong Kong, June 29, 2014

As at the date of this announcement, the executive directors of the Company are Mr. Kwok Ying Shing, Mr. Kwok Ying Chi, Mr. Sun Yuenan, Dr. Tam Lai Ling and Mr. Jin Zhigang; the non-executive director of the Company is Ms. Chen Shaohuan; the independent non-executive directors of the Company are Mr. Rao Yong, Mr. Zhang Yizhao and Mr. Fok Hei Yu.