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The communication of this announcement and any other document or materials relating to the Offer is not being made, and such documents and/or materials have not been approved, by an authorized person for the purposes of section 21 of the United Kingdom's Financial Services and Markets Act 2000, as amended (the "FSMA"). Accordingly, such documents and/or materials are not being distributed to, and must not be passed on to, the general public in the United Kingdom. The communication of such documents and/or materials as a financial promotion is only being made to (i) persons falling within the definition of investment professionals (as defined in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "Financial Promotion Order")), or (ii) persons falling within Article 43(2) of the Financial Promotion Order, or (iii) persons outside the United Kingdom, or (iv) any other persons to whom it may otherwise lawfully be made under the Financial Promotion Order (all such persons together being referred to as "relevant persons"). In the United Kingdom, the Offer to Purchase is only available to, and any investment or investment activity to which this announcement relates will be engaged in only with, relevant persons. Any person in the United Kingdom that is not a relevant person should not act or rely on this announcement or any of its contents.

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REDCO PROPERTIES GROUP LIMITED

力高地產集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1622)

**OFFER TO PURCHASE FOR CASH
BY REDCO PROPERTIES GROUP LIMITED
OF ITS OUTSTANDING 11.0% SENIOR NOTES DUE 2020 UP TO
THE MAXIMUM ACCEPTANCE AMOUNT AND SUBJECT TO,
AMONG OTHERS, THE NEW ISSUE CONDITION
(ISIN: XS1871136286; Common Code: 187113628)**

Description of the 2020 Notes	ISIN/Common Code	Outstanding principal amount of the 2020 Notes	Maximum Acceptance Amount ⁽¹⁾	Purchase Price ⁽²⁾	Expiration Deadline
11.0% Senior Notes due 2020	XS1871136286/ 187113628	US\$310.4 million	the lower of the Outstanding Principal Amount and the New Issue Amount	US\$1,000	4:00 p.m. (London Time) on May 27, 2020 ⁽³⁾

(1) As such amount may be changed by the Company in its sole discretion.

(2) Per US\$1,000 principal amount of the 2020 Notes accepted for purchase.

(3) Unless extended, re-opened, amended and/or terminated by the Company.

The Company is making an offer to purchase for cash its outstanding 2020 Notes up to the Maximum Acceptance Amount at a purchase price of US\$1,000 per US\$1,000 principal amount of the 2020 Notes. It is the current intention of the Company that the Maximum Acceptance Amount will be the lower of the Outstanding Principal Amount and the New Issue Amount, although the Company reserves the right, in its sole discretion, to accept significantly more than or significantly less than the Maximum Acceptance Amount, or to accept none of such 2020 Notes, for purchase pursuant to the Offer. The Company has made available today to the Eligible Holders the Offer to Purchase setting out, among other things, the terms, the New Issue Condition and other conditions of the Offer. The Offer to Purchase is available on the Offer Website.

The Offer is being made as part of the Company's policy to actively manage its balance sheet liabilities and optimize its debt structure.

Credit Suisse is acting as the Dealer Manager and Morrow Sodali Ltd. is acting as the Information and Tender Agent in relation to the Offer.

Background

The 2020 Notes are listed on the SGX-ST. The obligations of the Company under the 2020 Notes are guaranteed by certain of the Company's existing subsidiaries. As of the date of this announcement, an aggregate principal amount of US\$310.4 million of the 2020 Notes remains outstanding.

The Company is making an offer to purchase for cash its outstanding 2020 Notes up to the Maximum Acceptance Amount at a purchase price of US\$1,000 per US\$1,000 principal amount of the 2020 Notes. It is the current intention of the Company that the Maximum Acceptance Amount will be the lower of the Outstanding Principal Amount and the New Issue Amount, although the Company reserves the right, in its sole discretion, to accept significantly more than or significantly less than the Maximum Acceptance Amount, or to accept none of such 2020 Notes, for purchase pursuant to the Offer. The Company has made available today to the Eligible Holders the Offer to Purchase setting out, among other things, the terms and the New Issue Condition and other conditions of the Offer.

The Company is conducting a Concurrent New Money Issuance. The Concurrent New Money Issuance is not part of the Offer and is conducted pursuant to a separate offering memorandum. The Offer to Purchase is subject to, among others, the New Issue Condition. The Company expects to announce the pricing terms and the Maximum Acceptance Amount of the Concurrent New Money Issuance as soon as reasonably practicable following any such pricing or, if the Company decides not to proceed with the Concurrent New Money Issuance, it will announce such decision as soon as reasonably practicable following such decision being made. Pricing of the Concurrent New Money Issuance is expected to occur on or about May 19, 2020, subject to market conditions. However, there can be no assurance that the Concurrent New Money Issuance will price at all.

The Offer

On the terms and subject to the New Issue Condition and other conditions of the Offer, the Company is offering to purchase for cash an aggregate principal amount of the 2020 Notes up to the Maximum Acceptance Amount (as such amount may be changed by the Company in its sole discretion). The Company will determine, in its sole discretion, the aggregate principal amount of the 2020 Notes that it will accept (if any) for purchase pursuant to the Offer. It is the current intention of the Company that the Maximum Acceptance Amount will be the lower of the Outstanding Principal Amount and the New Issue Amount, although the company reserves the right, in its sole discretion, to accept significantly more than or significantly less than the Maximum Acceptance Amount, or to accept none of such 2020 Notes, for purchase pursuant to the Offer.

Purchase Price

The Purchase Price payable to the Eligible Holders whose 2020 Notes are accepted for purchase will be equal to US\$1,000 for each US\$1,000 in principal amount of the 2020 Notes.

Proration

If the aggregate principal amount of 2020 Notes validly tendered is greater than the Maximum Acceptance Amount, the Company will accept tenders of 2020 Notes for purchase on a pro rata basis such that the aggregate principal amount of 2020 Notes accepted for purchase is no greater than the Maximum Acceptance Amount. Such pro rata application will be performed by accepting (in respect of each relevant Tender Instruction) that proportion of 2020 Notes validly tendered which is equal to the Maximum Acceptance Amount divided by the aggregate principal amount in respect of all 2020 Notes validly tendered, subject to rounding and as described below.

In the event of any such proration, the Company will round downward, if necessary, to ensure all purchases of the 2020 Notes will be in a minimum principal amount of US\$200,000 and integral multiples of US\$1,000 in excess thereof. However, the Company may elect to accept or reject such tender of the 2020 Notes in full if application of proration will otherwise result in either (i) the Company accepting the 2020 Notes from any Eligible Holder in a principal amount of less than US\$200,000 or (ii) the principal amount of the 2020 Notes not purchased due to pro rata application being less than US\$200,000. All 2020 Notes not accepted as a result of proration will be returned to Eligible Holders.

Accrued Interest Payment

The Company will also pay an Accrued Interest Payment in respect of the 2020 Notes accepted for purchase pursuant to the Offer (from and including the last interest payment date up to, but excluding, the Settlement Date) on the Settlement Date.

Sources of Funds

The Company intends to finance the Offer with the proceeds from internal funding and the Concurrent New Money Issuance.

Tender Instruction

In order to participate in the Offer, Eligible Holders must validly tender their 2020 Notes for purchase by delivering, or arranging to have delivered on their behalf, a valid Tender Instruction that is received by the Information and Tender Agent by the Expiration Deadline, unless extended, re-opened, amended and/or terminated as provided in the Offer to Purchase. Separate Tender Instructions must be submitted on behalf of each individual beneficial owner due to potential proration. Tender Instructions will be irrevocable once delivered in accordance with the terms of the Offer.

Each Tender Instruction must specify the principal amount of the 2020 Notes that the relevant Eligible Holder is tendering at the Purchase Price. The 2020 Notes may be tendered only in minimum denominations of US\$200,000 and integral multiples of US\$1,000 in excess thereof.

Dealer Manager and Information and Tender Agent

The Company has appointed Credit Suisse as the Dealer Manager and Morrow Sodali Ltd. as the Information and Tender Agent in relation to the Offer.

Indicative Timetable for the Offer

Events

Times and Dates

Commencement of the Offer

May 19, 2020

The Offer is announced. Offer to Purchase available from the Information and Tender Agent, and notice of the Offer delivered to the Clearing Systems for communication to Direct Participants and published on the Offer Website.

Announcement of the Pricing of the Notes and the Maximum Acceptance Amount

On or about May 19, 2020

The pricing and other terms of the Notes offered in the Concurrent New Money Issuance and the Maximum Acceptance Amount are announced.

Expiration Deadline

4:00 p.m. (London Time) on May 27, 2020

Final deadline for receipt of valid Tender Instructions by the Information and Tender Agent.

Announcement of Results

Announcement of whether the Company will accept valid tenders of the 2020 Notes pursuant to the Offer and, if so accepted, (i) the aggregate principal amount of the 2020 Notes accepted for tender and any proration factor (if applicable), (ii) the Purchase Price and (iii) the Accrued Interest (expressed per US\$1,000 in principal amount of the 2020 Notes accepted for purchase by the Company).

As soon as reasonably practicable after the Expiration Deadline

The Company plans to cancel the 2020 Notes it purchased pursuant to the Offer. The 2020 Notes that have not been validly tendered and accepted for purchase pursuant to the Offer will remain outstanding after the Settlement Date.

Settlement Date

Expected settlement date for the Offer.

On or about June 1, 2020

The above times and dates are subject to the right of the Company to extend, re-open, amend and/ or terminate the Offer (subject to applicable law and as provided in the Offer to Purchase).

Eligible Holders are advised to check with any bank, securities broker or other intermediary through which they hold the 2020 Notes when such intermediary would need to receive instructions from an Eligible Holder in order for that Eligible Holder to be able to participate in the Offer by the deadline set out above. The deadline set by any such intermediary and each Clearing System for the submission of Tender Instructions may be earlier than the deadline described above.

Unless stated otherwise, announcements in connection with the Offer will be made through the website of the Stock Exchange and the SGX-ST, the issue of a press release to a Notifying News Service and/or the delivery of notices to the Clearing Systems for communication to Direct Participants and on the Offer Website <https://bonds.morrowsodali.com/redco>. Copies of the announcements, press releases and notices can also be obtained from the Information and Tender Agent, the contact details for which are on page 7 of this announcement. Significant delays may be experienced where notices are delivered to the Clearing Systems, and Eligible Holders are urged to contact the Information and Tender Agent for the relevant announcements during the course of the Offer. In addition, Eligible Holders may contact the Dealer Manager for information using the contact details on page 7 of this announcement.

Offer to Purchase

The Offer to Purchase, available from the Offer Website, contains important information which should be read carefully by Eligible Holders before any decision is made with respect to the Offer. Eligible Holders are recommended to seek their own financial and legal advice, including in respect of any tax consequences, from their broker, bank manager, solicitor, accountant or other independent financial, tax or legal adviser.

The terms of the Offer are more fully described in the Offer to Purchase, which sets out further details regarding the tender procedures and the conditions of the Offer.

None of the Company, the Dealer Manager or the Information and Tender Agent (or any of their respective directors, employees or affiliates) makes any recommendation as to whether the Eligible Holders should tender their 2020 Notes in response to the Offer.

THIS ANNOUNCEMENT IS NOT AN OFFER TO PURCHASE, A SOLICITATION OF AN OFFER TO PURCHASE, OR A SOLICITATION OF AN OFFER TO SELL, ANY SECURITIES. AN OFFER MAY ONLY BE MADE PURSUANT TO THE TERMS OF THE OFFER TO PURCHASE.

DEALER MANAGER

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Offer Website: <https://bonds.morrowsodali.com/redco>

DEFINITIONS

“2020 Notes”	11.0% Senior Notes due 2020 (ISIN: XS1871136286) which were issued by the Company on August 29, 2018
“Accrued Interest”	interest accrued and unpaid on the principal amount of 2020 Notes from and including the last interest payment date of February 29, 2020 up to, but excluding, the Settlement Date
“Accrued Interest Payment”	an amount in cash (rounded to the nearest US\$0.01, with half a cent rounded upwards) equal to the Accrued Interest on the 2020 Notes accepted for purchase by the Company
“Board”	the board of directors of the Company
“Clearing System Notice”	the form of notice to be sent to Direct Participants by each of the Clearing Systems on or about the date of the Offer to Purchase informing Direct Participants of the procedures to be followed in order to participate in the Offer
“Clearing Systems”	Euroclear Bank SA/NV and Clearstream Banking S.A.
“Company”	Redco Properties Group Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the main board of the Stock Exchange
“Concurrent New Money Issuance”	an offering of the Notes which is conducted by the Company concurrently with the Offer and pursuant to a separate offering memorandum
“Credit Suisse”	Credit Suisse (Hong Kong) Limited
“Dealer Manager”	Credit Suisse
“Direct Participant”	each person who is shown in the records of the Clearing Systems as a holder of the 2020 Notes
“Eligible Holders”	holders of the 2020 Notes who are non-U.S. persons located outside United States (as those terms are defined in Regulation S under the United States Securities Act of 1933, as amended)

“Expiration Deadline”	4:00 p.m. (London Time) on May 27, 2020 (subject to the right of the Company to extend, re-open, amend and/or terminate the Offer)
“Information and Tender Agent”	Morrow Sodali Ltd.
“Maximum Acceptance Amount”	the maximum aggregate principal amount of the 2020 Notes that the Company will determine, in its sole discretion, that it will accept for purchase pursuant to the Offer
“New Issue Amount”	the aggregate principal amount of the Notes to be issued in the Concurrent New Money Issuance
“New Issue Condition”	the condition of the Offer that the Concurrent New Money Issuance shall have been successfully consummated
“Notifying News Service”	a recognized financial news service or services (e.g. Reuters/ Bloomberg) as selected by the Company
“Notes”	senior notes offered by the Company in the Concurrent New Money Issuance by the Company
“Offer”	the offer to purchase for cash by the Company of its outstanding 2020 Notes up to the Maximum Acceptance Amount, on the terms and subject to the New Issue Condition and other conditions set out in the Offer to Purchase
“Offer to Purchase”	an Offer to Purchase dated May 19, 2020 issued to the Eligible Holders by the Company in connection with the Offer
“Offer Website”	the website, https://bonds.morrowsodali.com/redco operated by the Information and Tender Agent for the purpose of the Offer
“Outstanding Principal Amount”	US\$310.4 million, the outstanding principal amount of the 2020 Notes
“Purchase Price”	US\$1,000 per \$1,000 principal amount of the 2020 Notes

“Settlement Date”	On or about June 1, 2020 (subject to the right of the Company to extend, re-open, amend or terminate the Offer at any time)
“SGX-ST”	Singapore Exchange Securities Trading Limited
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Tender Instruction”	The electronic tender and blocking instruction in the form specified in the Clearing System Notice for submission by Direct Participants to the Information and Tender Agent via the relevant Clearing System and in accordance with the requirements of such Clearing System by the deadline in order for Eligible Holders to be able to participate in the Offer. Such electronic tender and blocking instruction must specify the principal amount of the 2020 Notes that the relevant Eligible Holder is tendering at the Purchase Price. 2020 Notes may be tendered only in minimum denominations of US\$200,000 and integral multiples of US\$1,000 in excess thereof.
“United States”	The United States of America, its territories and possessions (including Puerto Rico, the U.S. Virgin Islands, Guam, American Samoa, Wake Island and The Commonwealth of the Northern Mariana Islands), any state of the United States of America and the District of Columbia
“US\$”	United States dollars
“%”	percent

By Order of the Board
Redco Properties Group Limited
Wong Yeuk Hung
Chairman

Hong Kong, 19 May 2020

As at the date of this announcement, the executive directors of the Company are Mr. Wong Yeuk Hung, Mr. Huang Ruoqing, Mr. Tang Chengyong and Mr. Wang Weifeng; and the independent non-executive directors of the Company are Dr. Wong Yau Kar, David GBS, BBS, JP, Mr. Chau On Ta Yuen SBS and Mr. Yip Tai Him.