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**HENDERSON LAND DEVELOPMENT COMPANY LIMITED**

**恒基兆業地產有限公司**

Incorporated in Hong Kong with limited liability  
(Stock Code : 12)

## **ANNOUNCEMENT**

### **COMPLETION OF ISSUANCE OF HK\$8,000,000,000 0.5% GUARANTEED CONVERTIBLE BONDS DUE 2030 UNDER GENERAL MANDATE**

***Sole Global Coordinator, Sole Bookrunner and Sole Lead Manager***



Reference is made to the second announcement issued by the Company on 8 July 2025 in relation to the proposed issuance of the Bonds by the Issuer (the "**Announcement**"). Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement unless otherwise stated.

The Board is pleased to announce that following the satisfaction of all the conditions precedent to the issue of the Bonds as set out in the Subscription Agreement, completion of the subscription and issue of the Bonds took place on 16 July 2025.

An application for the listing of the Bonds has been submitted to the Vienna Stock Exchange. Trading of the Bonds on the Vienna MTF operated by the Vienna Stock Exchange is expected to commence on or around 18 July 2025. The Company has obtained the approval for the listing of, and permission to deal in, the Conversion Shares on the Hong Kong Stock Exchange.

The Bonds are in an aggregate principal amount of HK\$8,000,000,000 and have been placed by the Manager to no less than six (6) independent Placees, who are

professional investors (as defined in the SFO). To the best of the Directors' knowledge, information and belief as at the date of this announcement, each of the Placees (and their respective ultimate beneficial owners) is an Independent Third Party.

The Company currently intends to use the Net Proceeds of approximately HK\$7,920 million from the issue of the Bonds for general corporate purposes (including developing its property development and investment business in Hong Kong) and/or refinancing.

## **EFFECT ON THE SHARE CAPITAL OF THE COMPANY UPON CONVERSION OF THE BONDS IN FULL**

The following table illustrates (1) the existing shareholding structure of the Company as at the date of this announcement; and (2) the shareholding structure of the Company upon full conversion of the Bonds into Conversion Shares on the assumptions that (a) the Bonds are fully converted into Conversion Shares at the initial Conversion Price of HK\$36; and (b) that there will be no other change to the share capital of the Company from the date of this announcement up to the conversion of the Bonds in full:

	<b>As at the date of this announcement</b>		<b>Assuming that the Bonds are fully converted into Conversion Shares at the initial Conversion Price and there will be no other change to the share capital of the Company</b>	
	<i>Number of Shares</i>	<i>Approximate % of total issued Shares</i>	<i>Number of Shares</i>	<i>Approximate % of total issued Shares</i>
Existing Shareholders:	4,841,387,003	100.00%	4,841,387,003	95.61%
Bondholders:	-	-	222,222,222	4.39%
<b>Total issued Shares:</b>	<b>4,841,387,003</b>	<b>100.00%</b>	<b>5,063,609,225</b>	<b>100.00%</b>

As at the date of this announcement, the Company does not hold any Shares as treasury shares and does not have any intention to transfer treasury shares as the Conversion Shares upon the Bondholders' exercise of the Conversion Rights of the Bonds.

By Order of the Board  
**Timon LIU Cheung Yuen**  
*Company Secretary*

Hong Kong, 16 July 2025

*As at the date of this announcement, the Board comprises: (1) executive directors: Lee Ka Kit (Chairman and Managing Director), Lee Ka Shing (Chairman and Managing Director), Lam Ko Yin, Colin (Vice Chairman), Yip Ying Chee, John, Fung Lee Woon King, Kwok Ping Ho, Suen Kwok Lam, Wong Ho Ming, Augustine and Fung Hau Chung, Andrew; (2) non-executive director: Lee Pui Ling, Angelina; and (3) independent non-executive directors: Kwong Che Keung, Gordon, Ko Ping Keung, Wu King Cheong, Woo Ka Biu, Jackson, Poon Chung Kwong and Au Siu Kee, Alexander.*