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五礦地產有限公司
MINMETALS LAND LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 230)

**DISCLOSURE PURSUANT TO RULE 13.18
OF THE LISTING RULES**

This announcement is made pursuant to Rule 13.18 of the Listing Rules in respect of the extension of HK\$5,500,000,000 secured term loan facility obtained by Massive Leader Limited, a wholly-owned subsidiary of the Company, on 24 December 2021. The Supplement to Facility Agreement imposes a minimum shareholding requirement on the controlling shareholder of the Company.

This announcement is made by Minmetals Land 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”).

On 20 March 2017, Massive Leader Limited, a wholly-owned subsidiary of the Company, as borrower, the Company, as guarantor and certain banks as lenders (the “Lenders”) have entered into a facility agreement (the “Facility Agreement”) for a 5.5-year secured term loan facility (the “Loan Facility”) in the principal amount of HK\$5,500,000,000. On 24 December 2021, the parties entered into a supplement to Facility Agreement (the “Supplement to Facility Agreement”, together with the Facility Agreement, the “Facility Agreements”) to extend the final maturity date of the Loan Facility to 30 September 2023 or 6 months after the date of issuance of the Certificate of Compliance (as defined in the Facility Agreements), whichever is the earlier.

Pursuant to the Facility Agreements, China Minmetals Corporation (“CMC”), the controlling shareholder of the Company, shall (i) beneficially own (directly or indirectly) not less than 31% of the entire issued share capital in the Company, (ii) remain the single largest shareholder of the Company, and (iii) have management control over the Company. A breach of any of the aforesaid conditions would constitute an event of default and the Lenders may:

- (a) cancel all or any part of the commitments under the Facility Agreements whereupon they shall immediately be cancelled;

- (b) declare that all or part of the loans, together with accrued interest, and all other amounts accrued under the Loan Facility be immediately due and payable, whereupon they shall become immediately due and payable;
- (c) declare that all or part of the loans be payable on demand, whereupon they shall immediately become payable on demand by the Lenders; and/or
- (d) exercise or direct the security agent to exercise any or all of its rights, remedies, powers or discretions under the Finance Documents (as defined in the Facility Agreements) and in respect of the Transaction Security (as defined in the Facility Agreements).

As at the date of this announcement, CMC holds approximately 61.88% of the issued share capital of the Company.

The Company will make continuing disclosure pursuant to Rule 13.21 of the Listing Rules.

By order of the Board
Minmetals Land Limited
He Jianbo
Chairman

Hong Kong, 28 December 2021

As at the date of this announcement, the board of directors of the Company comprises eight directors, namely Mr. He Jianbo as the Chairman and an executive director, Mr. Liu Bo, Mr. Chen Xingwu and Mr. Yang Shangping as executive directors, Ms. He Xiaoli as a non-executive director, and Mr. Selwyn Mar, Mr. Lam Chung Lun, Billy and Ms. Law Fan Chiu Fun, Fanny as independent non-executive directors.