

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



五礦建設有限公司*
MINMETALS LAND LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 230)

MAJOR TRANSACTION

**FORMATION OF JOINT VENTURE FOR THE DEVELOPMENT OF LAND
IN JIANYE DISTRICT, NANJING, THE PRC
AND
DEEMED DISPOSAL OF EQUITY INTEREST IN A SUBSIDIARY**

COMPLETION OF TRANSACTION

Reference is made to the announcement of Minmetals Land Limited (the “**Company**”) dated 28 October 2013 and the circular of the Company dated 25 November 2013 relating to the formation of a joint venture for the development of a land parcel in Nanjing and the deemed disposal of equity interest in such joint venture (the “**Circular**”). Terms used in this announcement shall, unless otherwise defined, have the same meanings as used in the Circular.

The Board is pleased to announce that all the conditions precedent under the Capital Injection Agreement have been fulfilled and Completion took place on 17 December 2013. As a result of the Capital Injection, the total registered and paid up capital of the JV Company has increased to RMB5.4 billion (approximately HK\$6.83 billion), of which RMB3.6 billion (approximately HK\$4.55 billion, representing approximately 66.67% equity interest in the JV Company) was contributed by Ample Leading and RMB1.8 billion (approximately HK\$2.28 billion, representing approximately 33.33% equity interest in the JV Company) was contributed by the Investor. The registration of the JV Company as a Sino-foreign equity joint venture was approved by the relevant PRC authority on 17 December 2013 and the JV Agreement has come into effect on the same day. Following the Capital Injection, the JV Company remains a subsidiary of the Company.

For the purpose of illustration only and unless otherwise stated, conversion of RMB into Hong Kong dollars in this announcement is based on the exchange rate of RMB1.00 to HK\$1.265. Such conversion should not be construed as a representation that any amount has been, could have been, or may be, exchanged at this or any other rate.

By order of the Board
He Jianbo
Deputy Chairman and Managing Director

Hong Kong, 19 December 2013

As at the date of this announcement, the Board comprises nine Directors, namely Mr. Sun Xiaomin as the Chairman and a non-executive Director, Mr. He Jianbo as the Deputy Chairman, Managing Director and an executive Director, Mr. Yin Liang and Ms. He Xiaoli as executive Directors, Mr. Tian Jingqi and Mr. Liu Zeping as non-executive Directors and Mr. Lam Chun, Daniel, Mr. Selwyn Mar and Ms. Tam Wai Chu, Maria as independent non-executive Directors.

* *For identification purpose only*