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*In connection with Section 309B of the Securities and Futures Act (Chapter 289) of Singapore (the "SFA") and the Securities and Futures (Capital Markets Products) Regulations 2018 of Singapore (the "CMP Regulations 2018"), the Issuer has determined the classification of the Bonds as prescribed capital markets products (as defined in the CMP Regulations 2018) and Excluded Investment Products (as defined in MAS Notice SFA 04 N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).*



*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 230)**

## **PROPOSED ISSUANCE OF SENIOR GUARANTEED BONDS**

The Company proposes to conduct the Proposed Bonds Issue to professional investors only. The Bonds are expected to be issued by the Issuer, a wholly-owned subsidiary of the Company, will be guaranteed by the Company, and have the benefit of a keepwell deed from China Minmetals Corporation, the ultimate controlling shareholder of the Company. The Bonds will only be offered outside the United States in accordance with Regulation S of the Securities Act. BOCI Asia Limited, DBS Bank Ltd., Haitong International Securities Company Limited and The Hongkong and Shanghai Banking Corporation Limited are the joint global coordinators of the Proposed Bonds Issue. China Everbright Bank Co., Ltd., Hong Kong Branch, CLSA Limited, Industrial Bank Co., Ltd., Hong Kong Branch, Shanghai Pudong Development Bank Co., Ltd., Hong Kong Branch and Silk Road International Capital Limited are the joint lead managers and joint bookrunners of the Proposed Bonds Issue.

Completion of the Proposed Bonds Issue is subject to market conditions and investor interest. Pricing of the Bonds, including the aggregate principal amount, the offer price and interest rates, will be determined through a book building exercise to be conducted by the Joint Bookrunners. Upon finalisation of the terms of the Bonds, the Joint Bookrunners, the Issuer and the Company will enter into the Subscription Agreement and other ancillary documents. If the Bonds are issued, the Company currently intends to use the net proceeds from the Proposed Bonds Issue to refinance its existing indebtedness.

The Company will seek a listing of the Bonds on the Stock Exchange. Application will be made to the Stock Exchange for listing of, and permission to deal in, the Bonds by way of debt issues to professional investors only. Admission of the Bonds to the Stock Exchange is not to be taken as an indication of the merits of the Issuer, the Company or the Bonds.

**As no binding agreement in relation to the Proposed Bonds Issue has been entered into as at the date of this announcement, the Proposed Bonds Issue may or may not materialise. Investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company. Further announcement(s) in respect of the Proposed Bonds Issue will be made by the Company should the Subscription Agreement be signed.**

### **THE PROPOSED BONDS ISSUE**

#### **Introduction**

The Company proposes to conduct the Proposed Bonds Issue to professional investors only. The Bonds are expected to be issued by the Issuer, a wholly-owned subsidiary of the Company, will be guaranteed by the Company, and have the benefit of a keepwell deed from China Minmetals Corporation, the ultimate controlling shareholder of the Company.

The Proposed Bonds Issue will only be offered by the Joint Bookrunners outside the United States, in compliance with Regulation S under the Securities Act. None of the Bonds will be offered to the public in Hong

Kong and none of the Bonds will be placed to any connected persons of the Issuer or the Company. BOCI Asia Limited, DBS Bank Ltd., Haitong International Securities Company Limited and The Hongkong and Shanghai Banking Corporation Limited are the joint global coordinators of the Proposed Bonds Issue. China Everbright Bank Co., Ltd., Hong Kong Branch, CLSA Limited, Industrial Bank Co., Ltd., Hong Kong Branch, Shanghai Pudong Development Bank Co., Ltd., Hong Kong Branch and Silk Road International Capital Limited are the joint lead managers and joint bookrunners of the Proposed Bonds Issue.

Completion of the Proposed Bonds Issue is subject to market conditions and investor interest. Pricing of the Bonds, including the aggregate principal amount, the offer price and interest rates, will be determined through a book building exercise to be conducted by the Joint Bookrunners. As at the date of this announcement, the amount, terms and conditions of the Proposed Bonds Issue have yet to be determined. Upon finalisation of the terms of the Bonds, the Joint Bookrunners, the Issuer and the Company will enter into the Subscription Agreement and other ancillary documents.

### **Proposed use of proceeds**

If the Bonds are issued, the Company currently intends to use the net proceeds from the Proposed Bonds Issue to refinance its existing indebtedness.

### **Listing**

The Company will seek a listing of the Bonds on the Stock Exchange. Application will be made to the Stock Exchange for listing of, and permission to deal in, the Bonds by way of debt issues to professional investors only. Admission of the Bonds to the Stock Exchange is not to be taken as an indication of the merits of the Issuer, the Company or the Bonds.

## **GENERAL**

**As no binding agreement in relation to the Proposed Bonds Issue has been entered into as at the date of this announcement, the Proposed Bonds Issue may or may not materialise. Investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company. Further announcement(s) in respect of the Proposed Bonds Issue will be made by the Company should the Subscription Agreement be signed.**

## **DEFINITIONS**

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise:

“Board”	the board of Directors
“Bonds”	the senior guaranteed bonds to be issued by the Issuer and guaranteed by the Company
“China Minmetals Corporation”	China Minmetals Corporation, a state-owned enterprise established under the laws of the People’s Republic of China and the ultimate controlling shareholder of the Company
“Company”	Minmetals Land Limited, a company incorporated in Bermuda with limited liability and whose shares are listed on the Main Board of the Stock Exchange

“connected person”, “controlling shareholder” and “subsidiary”	each has the meaning ascribed to it under the Listing Rules
“Directors”	the directors of the Company
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Issuer”	Expand Lead Limited, a company incorporated in the British Virgin Islands with limited liability and a wholly-owned subsidiary of the Company
“Joint Bookrunners”	BOCI Asia Limited, DBS Bank Ltd., Haitong International Securities Company Limited, The Hongkong and Shanghai Banking Corporation Limited, China Everbright Bank Co., Ltd., Hong Kong Branch, CLSA Limited, Industrial Bank Co., Ltd., Hong Kong Branch, Shanghai Pudong Development Bank Co., Ltd., Hong Kong Branch and Silk Road International Capital Limited
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Proposed Bonds Issue”	the proposed issue of the Bonds by the Issuer
“Securities Act”	the United States Securities Act of 1933, as amended
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subscription Agreement”	the subscription agreement proposed to be entered into by the Issuer, the Company and the Joint Bookrunners in relation to the Proposed Bonds Issue

By order of the Board  
**Minmetals Land Limited**  
**He Jianbo**

*Deputy Chairman and Managing Director*

Hong Kong, 6 September 2018

*As at the date of this announcement, the Board comprises eight Directors, namely Mr. Li Fuli as the Chairman and a non-executive Director, Mr. He Jianbo as the Deputy Chairman, Managing Director and an executive Director, Ms. He Xiaoli, Mr. Liu Zeping and Mr. Yang Shangping as executive Directors and Mr. Selwyn Mar, Mr. Lam Chung Lun, Billy and Ms. Law Fan Chiu Fun, Fanny as independent non-executive Directors.*