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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 HK\$780,000,000 revolving loan facility obtained by ONFEM Finance Limited, a wholly-owned subsidiary of the Company, on 21 November 2018. The 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”).

ONFEM Finance Limited, a wholly-owned subsidiary of the Company, as borrower, the Company and Minmetals Land Investments Limited, a wholly-owned subsidiary of the Company, as guarantors and a bank as lender (the “Lender”) have, among others, entered into a facility agreement (the “Facility Agreement”) on 21 November 2018 for a 1-year revolving loan facility (the “Loan Facility”) in the principal amount of HK\$780,000,000.

Pursuant to the Facility Agreement, China Minmetals Corporation (“CMC”), the controlling shareholder of the Company, shall own beneficially (directly or indirectly) not less than 31% of the issued shares of the Company as well as remain the single largest shareholder of the Company and has management control over the Company. A breach of any of the aforesaid conditions would constitute an event of default and the Lender may:

- (a) cancel all commitments under the Facility Agreement; and/or
- (b) demand 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; and/or
- (c) demand that all or part of the loans under the Loan Facility be payable on demand.

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
He Jianbo
Deputy Chairman and Managing Director

Hong Kong, 21 November 2018

As at the date of this announcement, the board of directors of the Company 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.