

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.



SRE GROUP LIMITED
上置集團有限公司*
(Incorporated in Bermuda with limited liability)
(Stock Code: 1207)

VOLUNTARY ANNOUNCEMENT
TERMINATION OF CONTINGENT LIABILITIES

This announcement is made on a voluntary basis by SRE Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”).

Reference is made to the announcement of the Company dated 24 September 2015 (the “**September 2015 Announcement**”), the announcement of the Company dated 3 November 2015 (the “**November 2015 Announcements**”) and the announcement of the Company dated 11 May 2016 (the “**2016 Announcement**”) in relation to, inter alia, certain financing transactions executed by Mr. Shi Jian (a then director of the Company) (“**Mr. Shi**”), acting for and on behalf of the Company and certain members of the Group, which involved guarantees provided by the Group to secure the indebtedness or liabilities of certain connected persons (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)) of the Company and/or third parties outside the Group. Unless the context otherwise requires, capitalized terms in this announcement shall have the same meanings as defined in the September 2015 Announcement, the November 2015 Announcement and/or the 2016 Announcement.

The Company wishes to update its shareholders and the public that the aforesaid financing transactions executed by Mr. Shi acting for and on behalf of the Company and certain members of the Group as referred to in the September 2015 Announcement and the 2016 Announcement have all been resolved or settled, details of which are set out as follows:

- 1) The relevant loans in relation to the First Financing Transaction, the Second Financing Transaction, the Fifth Financing Transaction and the Sixth Financing Transaction (as referred to in the September 2015 Announcement) have been fully repaid by the respective borrowers, and thereby the relevant guarantees and property mortgage provided by the Group have been fully released or discharged accordingly. As such, the Group ceased to have any contingent liabilities in relation to the First Financing Transaction, the Second Financing Transaction, the Fifth Financing Transaction and the Sixth Financing Transaction.

- 2) As for the Third Financing Transaction and the Fourth Financing Transaction (as referred to in the September 2015 Announcement), the relevant borrowers, namely Shanghai Lake Malaren Commercial Management Co., Ltd. and Shanghai Lake Malaren Hospital Investment Co., Ltd. have become subsidiaries of the Company pursuant to an acquisition agreement entered into by the Company on 20 April 2016 (please refer to the announcement of the Company dated 20 April 2016 for further details), and thereby the Third Financing Transaction and the Fourth Financing Transaction ceased to involve guarantees provided by the Group to connected persons of the Company which constituted connected transactions of the Company under Chapter 14A of the Listing Rules.
- 3) As disclosed in the 2016 Announcement, the first Additional Guarantee and the second Additional Guarantee no longer have any financial impact on the Group. As for the third Additional Guarantee, the Company wishes to update its shareholders and the public that all relevant borrowings have been fully repaid to the Development Fund. Accordingly, the relevant guarantees provided by the Group to secure the obligations of connected person of the Company under the relevant arrangements also ceased to have effect. Therefore, the Company considers that the Group no longer has any contingent liabilities in relation to the third Additional Guarantee.

As of the date of this announcement, the CMJI Indemnity (as referred to in the November 2015 Announcement) provided by China Minsheng Jiaye Co., Ltd. in favour of the Company and the Indemnities (as referred to in the November 2015 Announcement) provided by SRE Investment Holding Limited and Madam Si Xiao Dong in favour of the Company have not been enforced.

By Order of the Board
SRE Group Limited
He Binwu
Chairman

Hong Kong, 13 July 2017

As at the date of this announcement, the Board comprises seven executive Directors, namely Mr. He Binwu, Mr. Peng Xinkuang, Mr. Chen Donghui, Mr. Chen Chao, Mr. Shi Janson Bing, Mr. Zhu Qiang, and Ms. Qin Wenying; and four independent non-executive Directors, namely Mr. Zhuo Fumin, Mr. Chan, Charles Sheung Wai, Mr. Ma Lishan and Mr. Han Gensheng.

**For identification purpose only*