

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.



新世界發展有限公司

New World Development Company Limited

(incorporated in Hong Kong with limited liability)

(Stock Code: 0017)

OVERSEAS REGULATORY ANNOUNCEMENT

This overseas regulatory announcement is issued pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Please refer to the attached announcement in relation to the adjustment to the conversion price of HK\$6,000,000,000 Zero Coupon Guaranteed Convertible Bonds due 2014 listed on the Singapore Exchange Securities Trading Limited, issued by Sherson Limited, the Company's wholly-owned subsidiary, and guaranteed by the Company.

Hong Kong, 21 October 2011

As at the date of this announcement, (a) the executive Directors are Dato' Dr. CHENG Yu-Tung, Dr. CHENG Kar-Shun, Henry, Dr. SIN Wai-Kin, David, Mr. LIANG Chong-Hou, David, Mr. CHENG Chi-Kong, Adrian and Mr. CHENG Chi-Heng; (b) the non-executive Directors are Mr. CHENG Kar-Shing, Peter, Mr. LEUNG Chi-Kin, Stewart, Mr. CHOW Kwai-Cheung, Mr. LIANG Cheung-Biu, Thomas and Ms. KI Man-Fung, Leonie; and (c) the independent non-executive Directors are Mr. YEUNG Ping-Leung, Howard, Dr. CHA Mou-Sing, Payson (alternate director to Dr. CHA Mou-Sing, Payson: Mr. CHA Mou-Zing, Victor), Mr. HO Hau-Hay, Hamilton and Mr. LEE Luen-Wai, John.



新世界發展有限公司

New World Development Company Limited

(incorporated in Hong Kong with limited liability)

**NOTICE TO BONDHOLDERS OF
ADJUSTMENT TO CONVERSION PRICE**

Sherson Limited

(incorporated in the British Virgin Islands with limited liability)

HK\$6,000,000,000

Zero Coupon Guaranteed Convertible Bonds due 2014

(the “Bonds”)

Guaranteed by

New World Development Company Limited

(the “Company”)

(ISIN: XS0301648738)

Reference is made to the announcement of the Company dated 18 October 2011 (the “**Announcement**”) published on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Singapore Exchange Securities Trading Limited in relation to the Company’s proposed rights issue (the “**Rights Issue**”) of not less than 1,995,062,501 rights Shares (the “**Rights Shares**”) and not more than 2,171,953,511 Rights Shares at the subscription price of HK\$5.68 per Rights Share on the basis of one Rights Share for every two Shares held by the qualifying shareholders of the Company on the relevant record date for determining the Shareholders’ entitlement under the Rights Issue, currently scheduled on 28 October 2011 (the “**Record Date**”). Please refer to the Announcement for details of the Rights Issue. Unless otherwise defined, terms used in this announcement shall have the same meaning as defined in the terms and conditions of the Bonds (the “**Terms and Conditions**”).

As at the date of this announcement, 3,990,125,002 Shares of the Company are in issue.

NOTICE IS HEREBY GIVEN that, as a result of the Rights Issue, the initial conversion price of the Bonds of HK\$26.784 per Share will be adjusted to HK\$23.842 per Share with effect from 24 October 2011 (being the first day of trading of the Shares on The Stock Exchange of Hong Kong Limited on an ex-rights basis) in accordance with the applicable adjustment formula provided in the Terms and Conditions on the basis that there being no change in the total number of issued Shares from the date of this announcement up to the Record Date (both dates inclusive). Save for the above adjustment to the initial conversion price, all other Terms and Conditions remain unchanged.

By order of the board of
New World Development Company Limited
Wong Man-Hoi
Company Secretary

21 October 2011