



鑫苑置业
XINYUAN REAL ESTATE

Xinyuan Real Estate

Investor Presentation

May 2013



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Contents



I Company Overview

II China's Property Industry

III XIN's Development Strategy

IV Financial Highlights

V Appendix

Company Overview

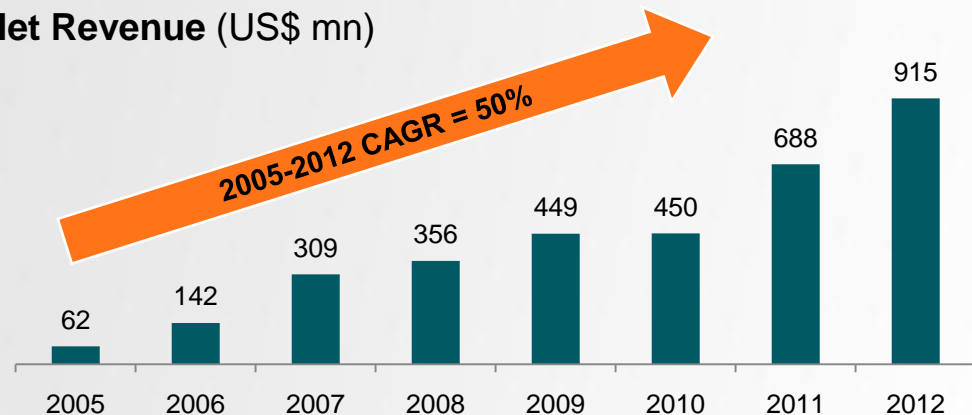


- A leading real estate developer focusing on Tier II & III cities in China
- Provides high-quality, affordable residential projects to middle income customers
- Solid operational track record in 8 cities, covering 64.7 million people
- First Chinese real estate developer listed on NYSE, first Chinese developer in NYC



	Project	GFA('000M2)	Unit
Completed	24	2,580	30,820
Under construction	9	2,183	22,856
Under planning	5	600	
Total	38	5,366	

Net Revenue (US\$ mn)



Corporate Milestones

Led by an experienced and professional management team, Xinyuan has achieved sustainable and stable growth in its more than 15 years of operational history



1. Based on contracted sales of residential units according to the Bureau of Real Estate Management in Zhengzhou.

Attractive Valuation

Ticker

XIN (NYSE)

Shares Out.

72.3 million ADS fully diluted

Price

\$4.56 (as of May 13, 2013)

Market Cap.

\$330 million

Book value vs Stock price



Focus on Mass Market Products in Tier II and III Cities



Xinyuan's projects in China are mainly located in low-risk and fast-growing Tier II and III cities. The increasing urbanization in these cities has generated substantial housing demand

Focus on High-Growth Cities



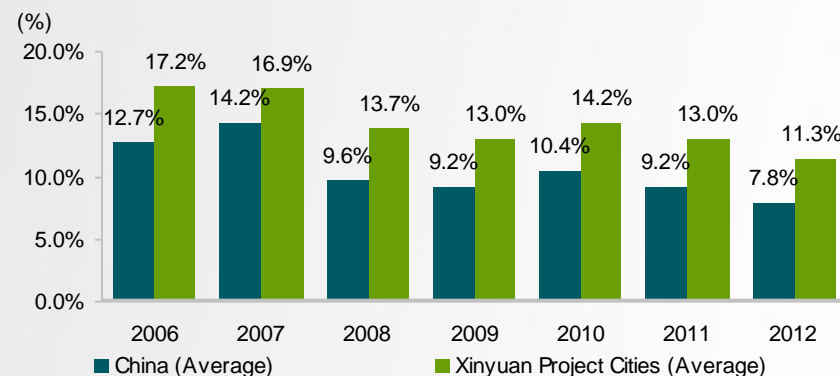
2012 Economic Indicators

	Population (million)	GDP Growth Rate
1 Chengdu	14.1	13.02%
2 Zhengzhou	9.1	12.0%
3 Jinan	6.1	8.4%
4 Hefei	7.6	13.6%
5 Suzhou	6.5	10.1%
6 Kunshan	2.0	12.0%
7 Xuzhou	9.9	13.2%
8 Beijing	20.7	7.7%
China	1,354.4	7.8%

Increasing Urbanization in China



GDP Growth Comparison



Development Projects Cater to Mid-income End-Users in Tier II and III Cities

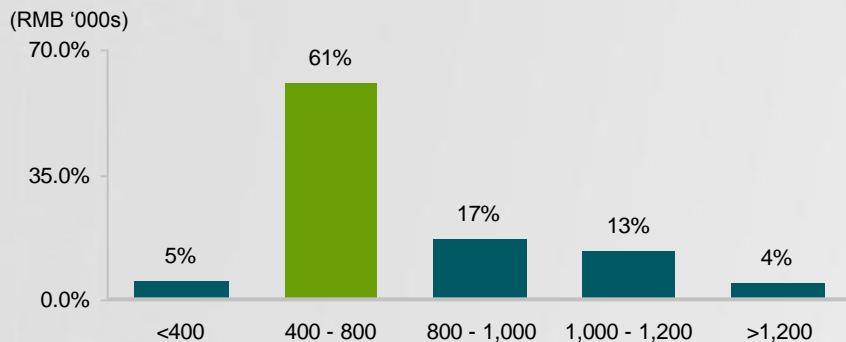


Xinyuan's operates in cities with a larger middle-income class and more reasonable housing prices compared to Tier I cities

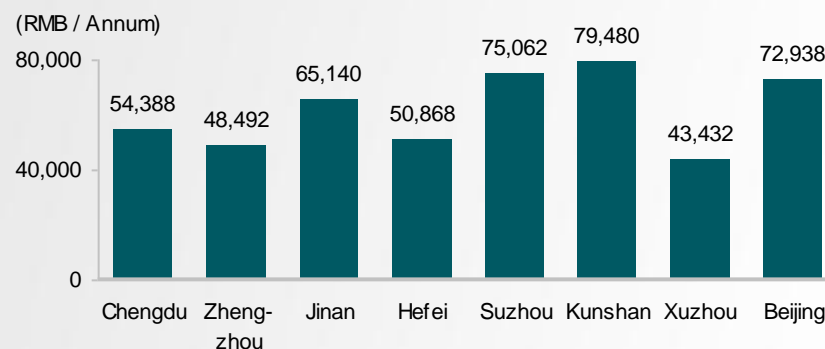
- Xinyuan's projects are located in the dynamic and active Tier II and III cities, and are popular among the middle-income class
 - ▶ Housing prices are more reasonable compared to Tier I cities
 - ▶ Aims to satisfy the housing needs of the middle-income class. As of 2011, the middle-income group accounted for 61% of the total population in China (including lower middle income, middle income and upper middle income households)
- The Company has expanded its operations through urbanization and the development of local economies under the 12th "Five-Year Plan"
- Current land bank is sufficient for the Company's development needs in the next 3 – 5 years

Xinyuan's Residential Projects to Meet the Inelastic Demand from the Middle-Income Class

2012 Total Property Value Distribution



2012 Urban Household Disposable Income⁽¹⁾



Source: 2012 China Statistical Yearbook and National Economic and Social Development Statistics Bulletin of the respective cities.

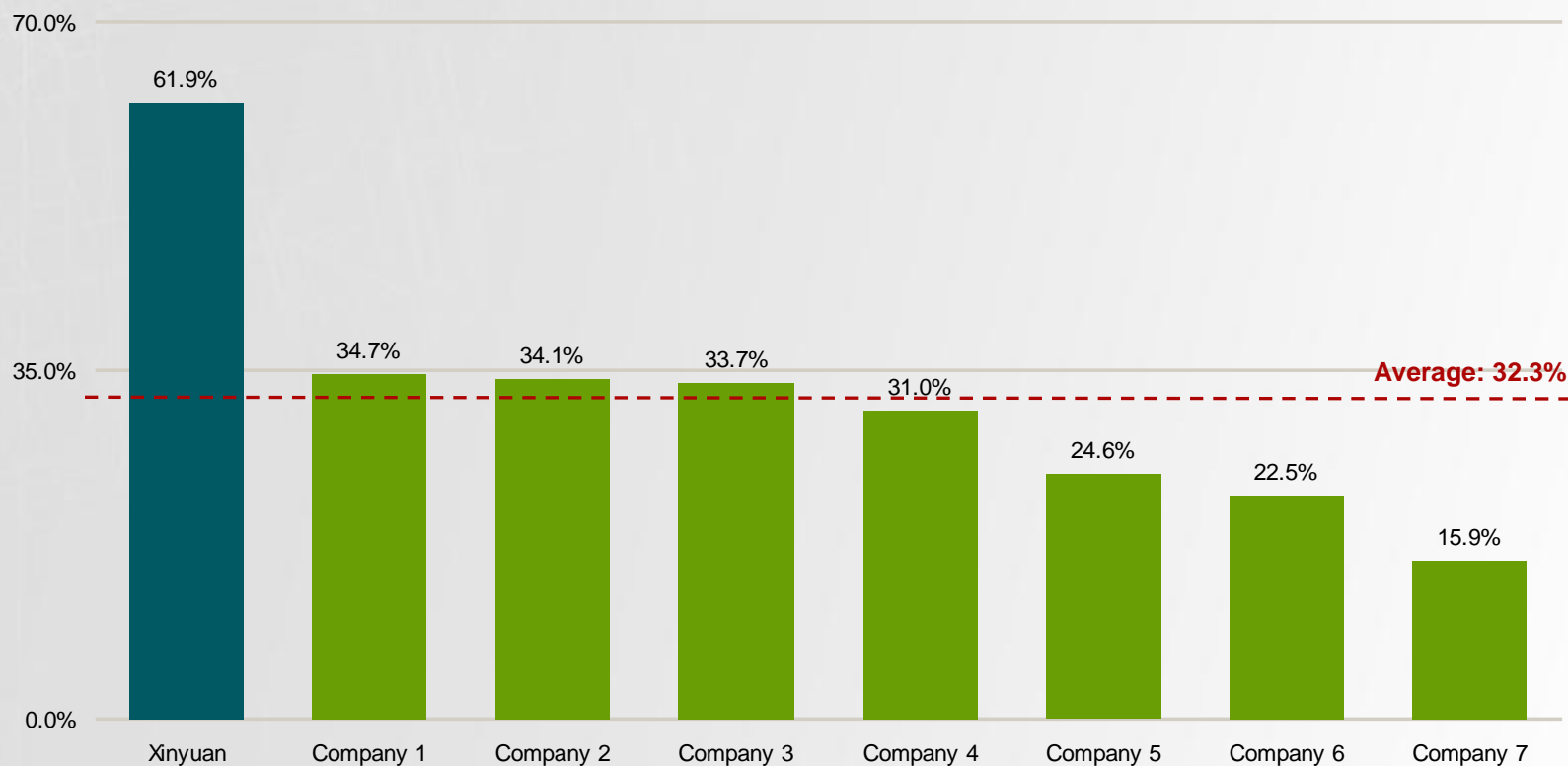
1. Assuming 2 working family members per household.

“Asset Light, Rapid Asset Turnover” Business Model



Xinyuan adheres to an “asset light, rapid asset turnover” business model, and has relatively higher asset turnover ratio compared to peers

Asset Turnover Ratios ⁽¹⁾



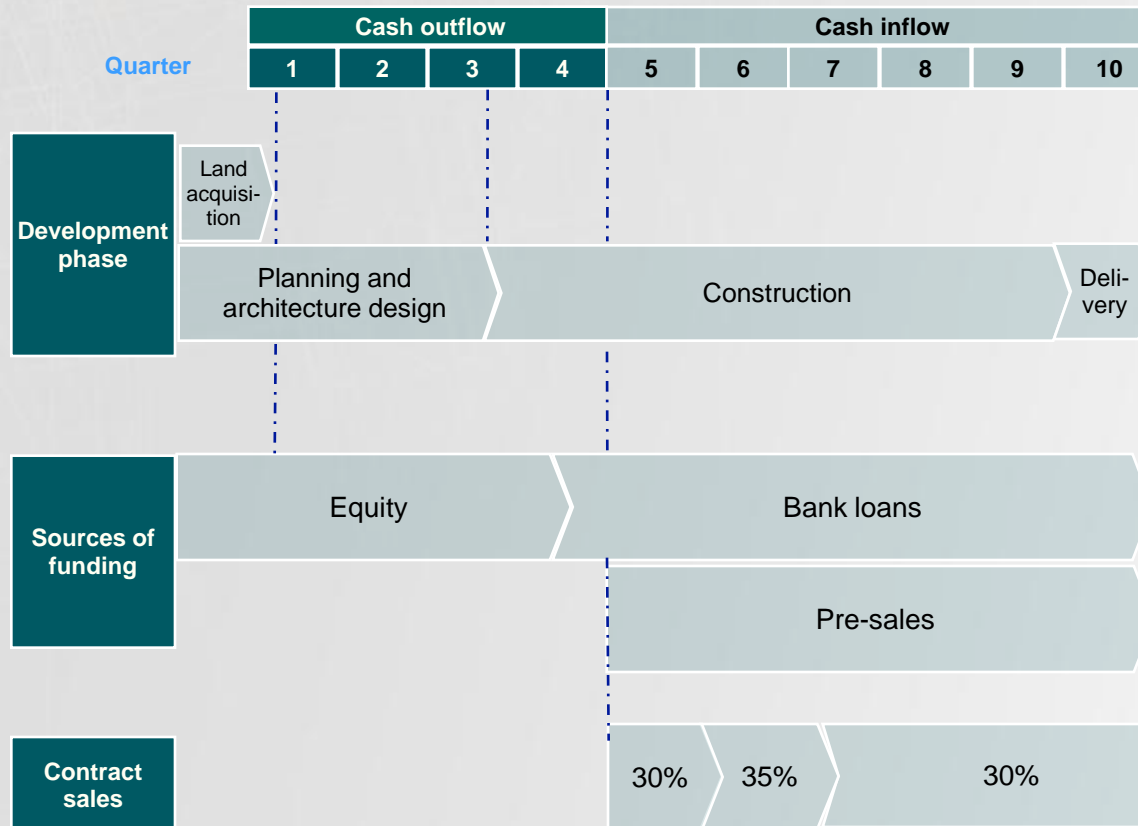
Source: Company filings, as of 11 April 2013.

Note: Asset Turnover Ratio is computed by LTM Total Revenue / Average Total Assets. Assumes RMB6.30 per US\$1 and HK\$1.23 per RMB1.

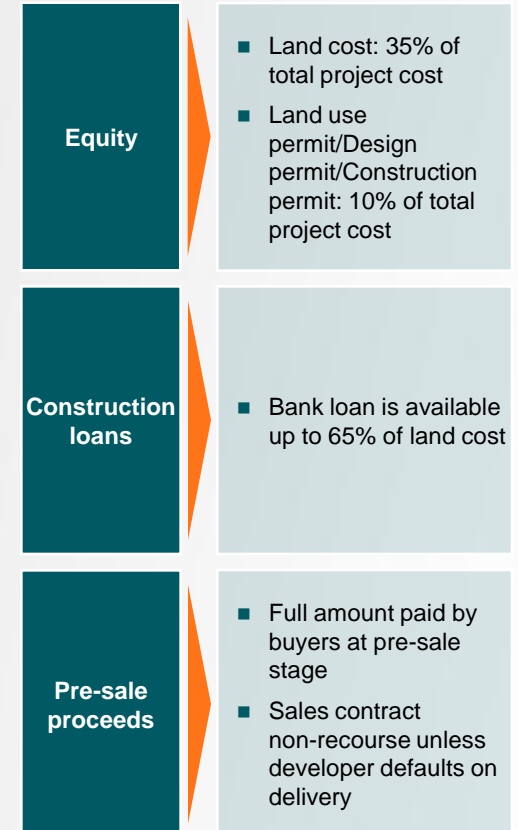
1. Based on company filings of FY2012 financials. All numbers are pro forma'd for respective senior notes issuances as of 11 April 2013.

Pre-selling Mitigates Financing and Overall Development Risks

Average Development Process (Project with GFA of 200,000sqm)



Funding sources

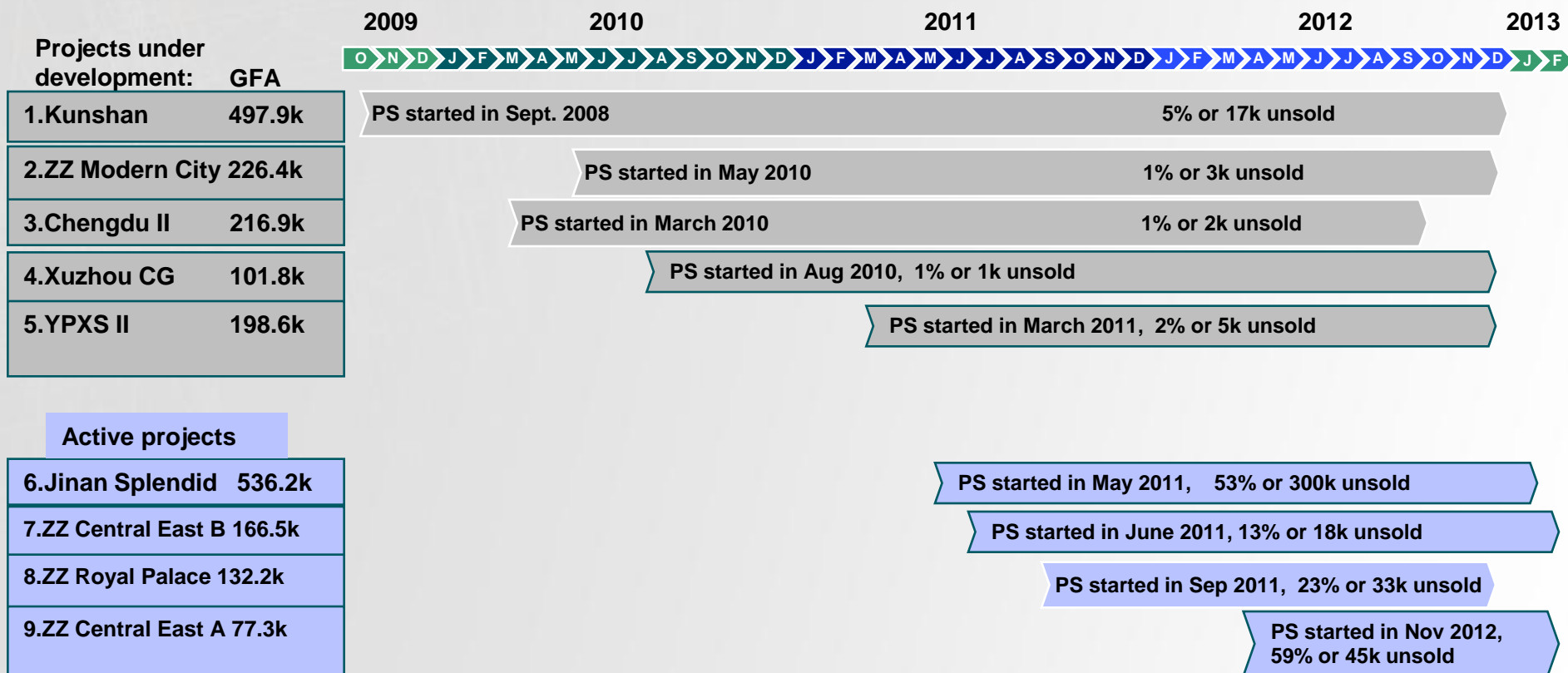


- Construction starts within 2-3 quarters upon land acquisition
- Pre-sales starts within 3-4 months after construction commence
- 95% sales completed before project completion
- Cash flow becomes positive in the 4th-5th quarter

Active Projects



Timeline for current projects

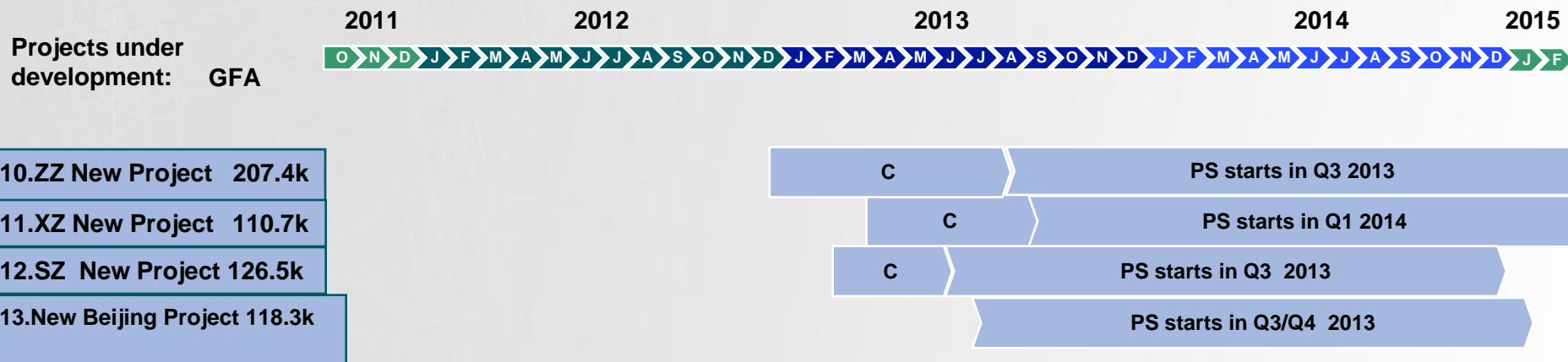


Projects under development: 425k m2 (as of 1Q13)

Projects Under Planning in China



Timeline for newly acquired properties



Projects under planning: 563k m2 (as of 1Q13)

Notes: C – Construction ; PS – Pre-sales ;

Prudent and Diversified Land Acquisition Strategy



Xinyuan is committed to acquiring attractive land bank in a disciplined manner. The Company has maintained a stable land bank throughout the years

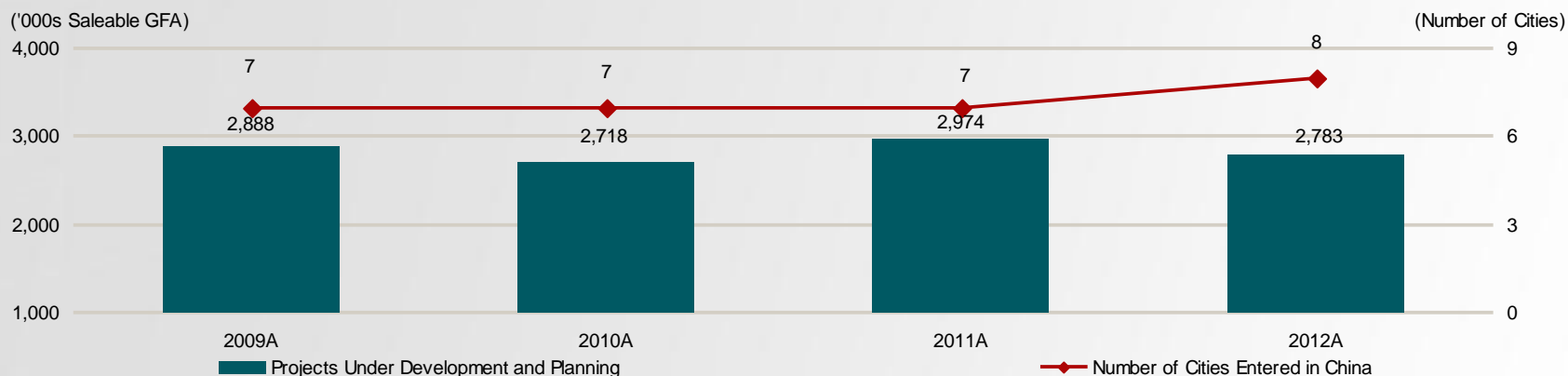
Prudent Yet Diversified Land Bank Strategy

- Xinyuan pursues a prudent and diversified land acquisition strategy. The Company believes that it is crucial to acquire land reserves in selected cities at the appropriate timing and prevent the Company from bearing unnecessary risks
 - ▶ The Company did not acquire any land bank immediately after the Central Government enacted policies on curbing property prices in 2010, and has been actively monitoring the market for attractive opportunities
 - ▶ The Company establishes deep and early involvement and negotiations with local government to increase certainty of land acquisition
 - ▶ The Company, acquires quality land parcels that are ready for construction by auction, and avoid high relocation costs and complicated procedures
- The Company expects its land bank will be sufficient to satisfy its development needs in next three to five years

Target Investment Margins

- The Company acquires quality land parcels while seeking for profitability
- Xinyuan mainly acquires its land bank through land auction and acquisitions
- Projects' target gross margin and net margin are typically above 25% and 10%, respectively
- Land acquisitions are usually self-funded. Current Average Land Cost is generally at 35% of Average Selling Price

Prudent Land Acquisition Strategy and Stable Pipeline



Target project in Zhengzhou



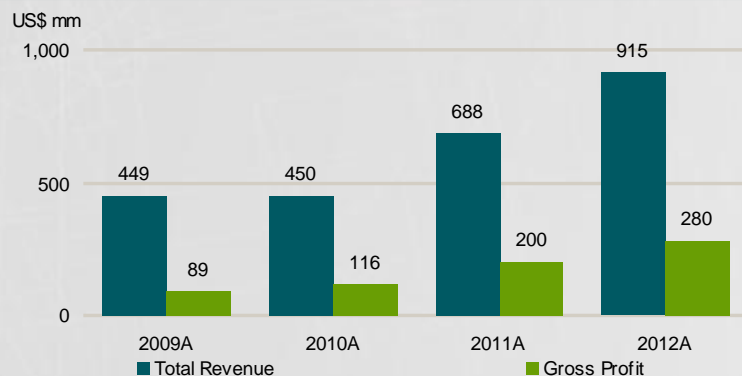
The Company has signed framework agreement with Zhengzhou local government to acquire a big parcel of land with total GFA of 800k sqm in south Zhengzhou with comfortable living environment.

Steady Growth while Maintaining Healthy Financial Metrics

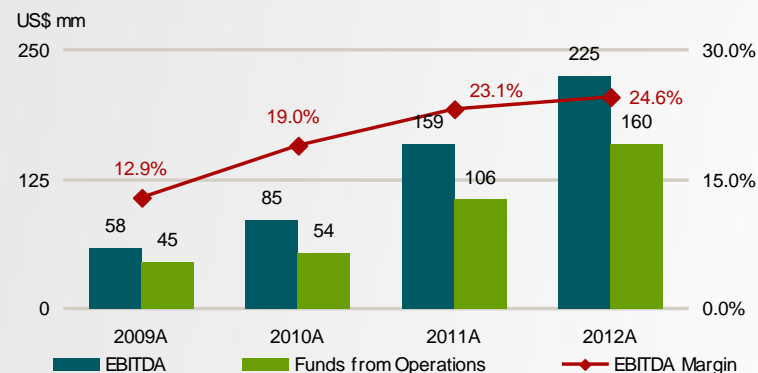


The Company has achieved a steady growth in revenue and profit margins, while maintaining a net cash position

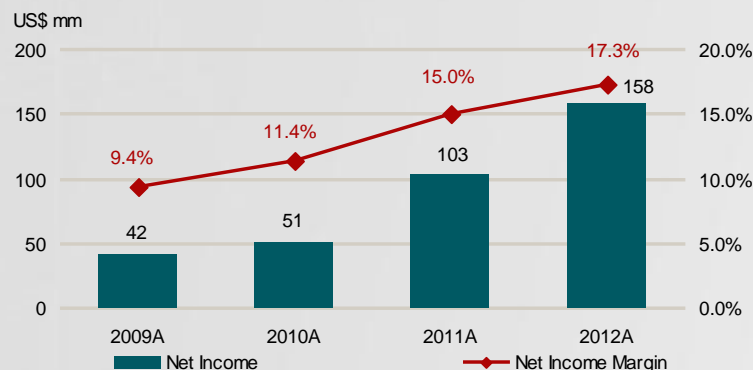
Total Revenue and Gross Profit



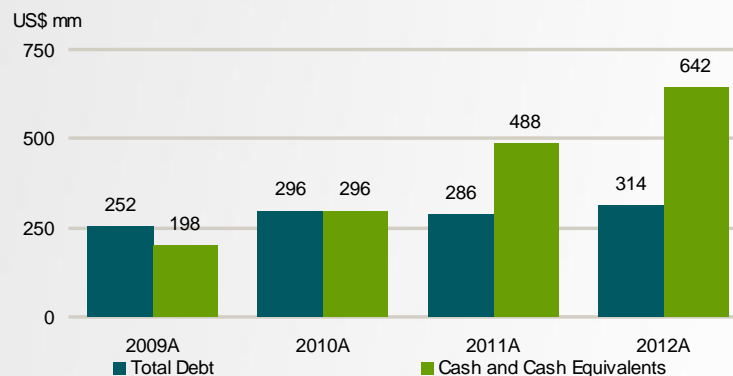
EBITDA⁽¹⁾ and Funds from Operations⁽²⁾



Net Profit and Net Profit Margins



Total Debt and Cash and Cash Equivalents⁽³⁾



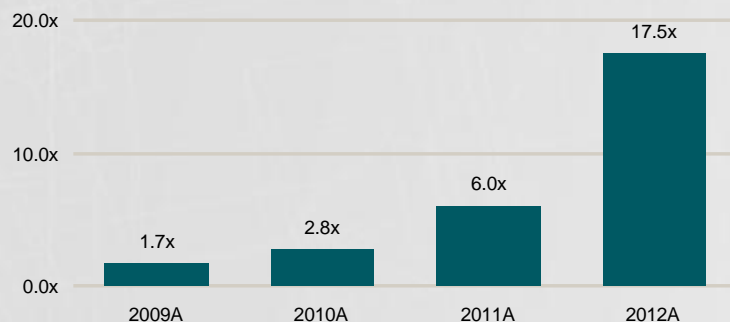
1. EBITDA is computed by Operating Income + Depreciation + Finance Costs.
2. Funds from Operations is computed by Net Income + Depreciation.
3. Includes restricted cash.

Steady Growth while Maintaining Healthy Financial Metrics (Cont'd)

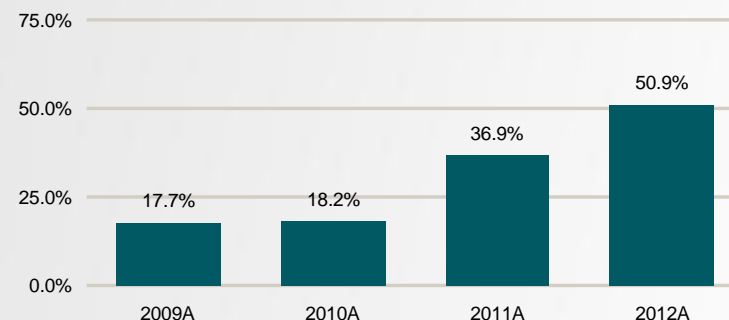


On the other hand, Xinyuan has maintained a sound liquidity position and low gearing ratios

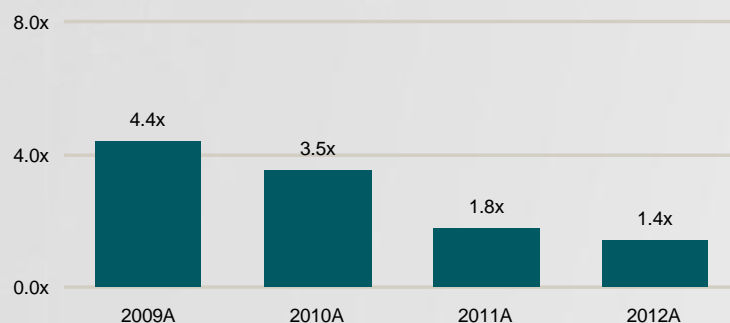
EBITDA Interest Coverage Ratio⁽¹⁾



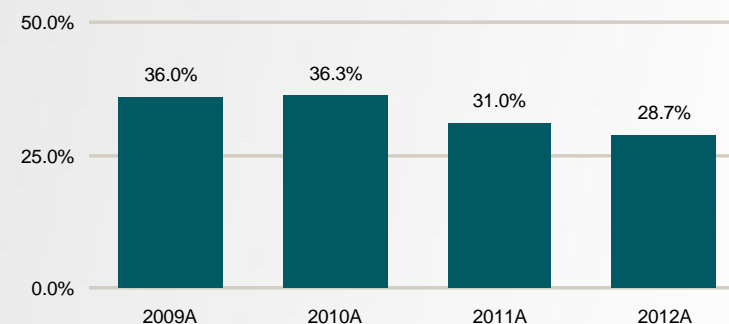
Funds from Operations⁽²⁾ / Total Debt



Total Debt / EBITDA⁽¹⁾



Total Debt / Total Capitalization⁽³⁾



1. EBITDA is computed by Operating Income + Depreciation + Finance Costs.
2. Funds from Operations is computed by Net Income + Depreciation.
3. Total Capitalization is computed by Total Debt + Total Shareholders' Equity.

Financial Highlights

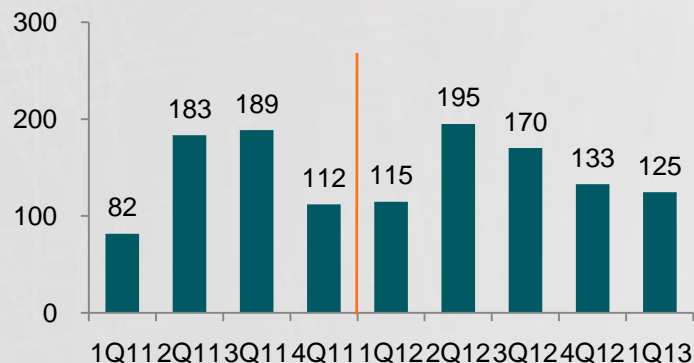
Unit: US\$ mn

	1Q12	4Q12	1Q13	2Q13E	2013E
Contract sales	160	188	178	150	830
Revenue	172	263	169	140	820
Net Income	23	34	27	25	105

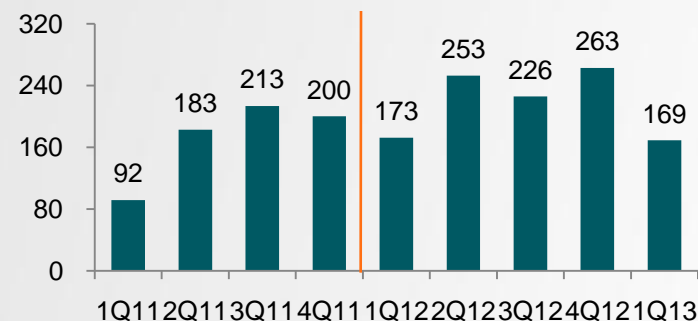
■ Lower Q2 and full year 2013 results projection versus previous year due to lower inventory

Financial Highlights

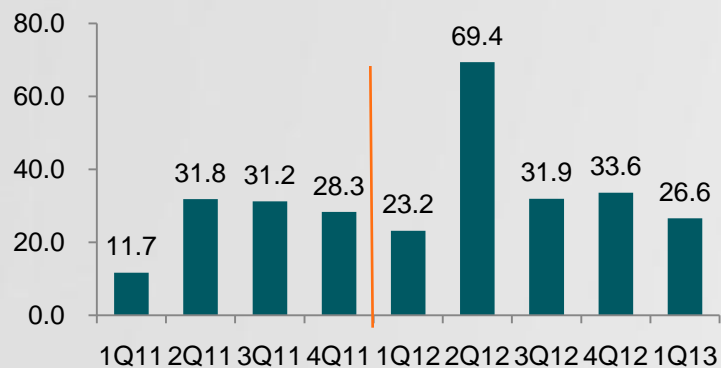
GFA sold ('000 m²)



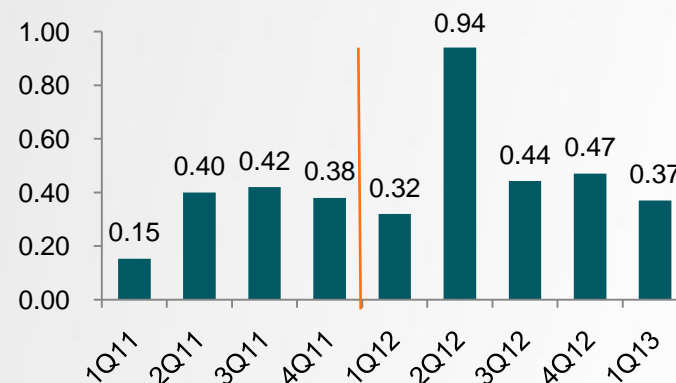
Revenue (USD million)



Net income (USD million)

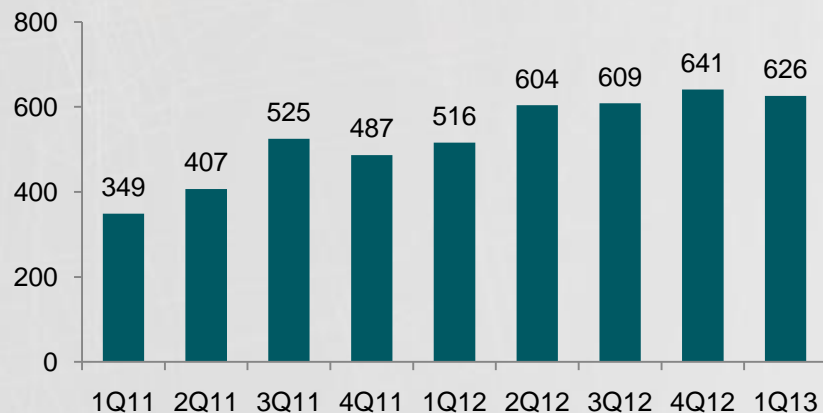


Net Earnings per ADS (USD)

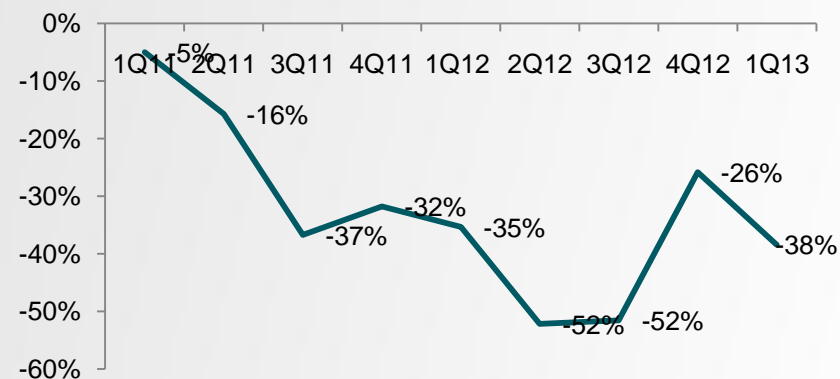


Liquidity Trends

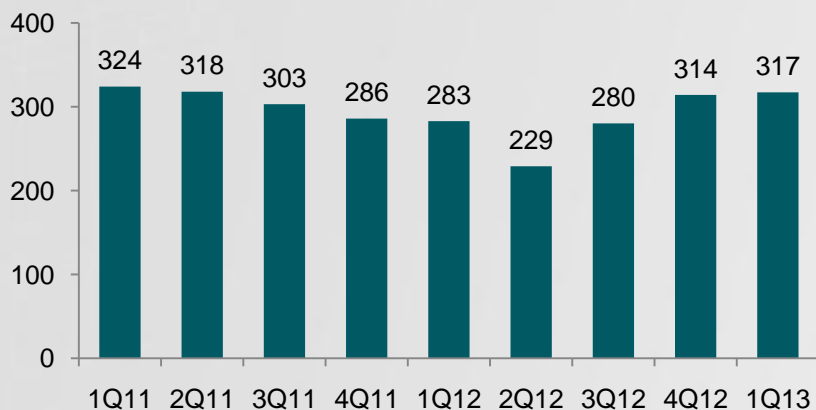
Total cash (USD million)



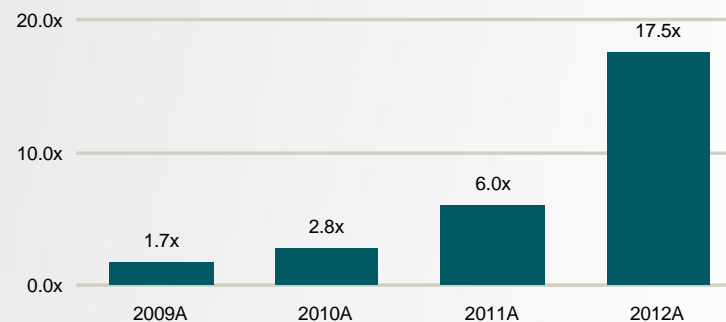
Net gearing ratio (%)



Total debt (USD million)



EBITDA Interest Coverage Ratio



Bond Issuance Summary



Issuer / Guarantor	▪ Xinyuan Real Estate Co., Ltd. (“Xinyuan” or the “Company”)
Issue Format	▪ Reg S
Offer Size	▪ US\$200 million
Ranking	▪ Senior Unsecured, 13.25%
Tenor	▪ 5 years
Covenants	▪ Standard High-Yield Covenants
Applicable Law	▪ New York Law
Listing Venue	▪ Singapore Stock Exchange
Use of Proceeds	▪ Refinancing, land bank acquisitions and general corporate purposes

Chinese Government Housing Control Policies- Recent Developments



In March, China's State Council released details on its housing market control measures for 2013. The measures are aimed at stabilizing price increases and curbing investment and speculative demand.

New Policies:

- 1) 20% capital gains tax on secondary house sales
- 2) Cities with fast property price increases asked to raise the down payment requirement and mortgage rates on second homes

Company Position:

- New measures to result in price stability or slowing gains, but no major price reductions
- The tightening will impact "upgrade" demand in top-tier cities most and lower impact on lower-tier cities, where XIN primarily operates.
- The 20% capital gain tax aims to act as a brake on speculative housing demand, while roughly 84% of XIN's customers are first time buyers.
- Meaningful secondary housing markets exist in top tier cities whereas secondary transactions only account for a small portion of transactions in lower tier cities

Appendix I



New Projects Information

Zhengzhou New Project



Project highlights

Date Purchased	Dec 2011
Total GFA:	214,000 k sqm
Site Area:	61,000sqm
Land premium:	RMB555 million
Floor price:	RMB2,593/sqm
Presale Date:	Q3 2013
Construction Period:	Feb 2013- Dec 2014
Master Planning:	High rise

- This newly acquired land parcel, which is adjacent to Zhengzhou Central East A and Zhengzhou Central East B, marks Xinyuan's sixteenth development in Zhengzhou since 1998.

Suzhou New Project



Project highlights

Date Purchased	Aug 2012
Total GFA:	128 ,000sqm
Site Area:	51,246 sqm
Land premium:	RMB270 million
Floor price:	RMB2,109/sqm
Presale Date:	Q3 2013
Construction Period:	Feb 2013- Dec 2014
Master Planning:	High rise

- Located in the north suburb of Suzhou, next to Suzhou express railway station.

Xuzhou New Project

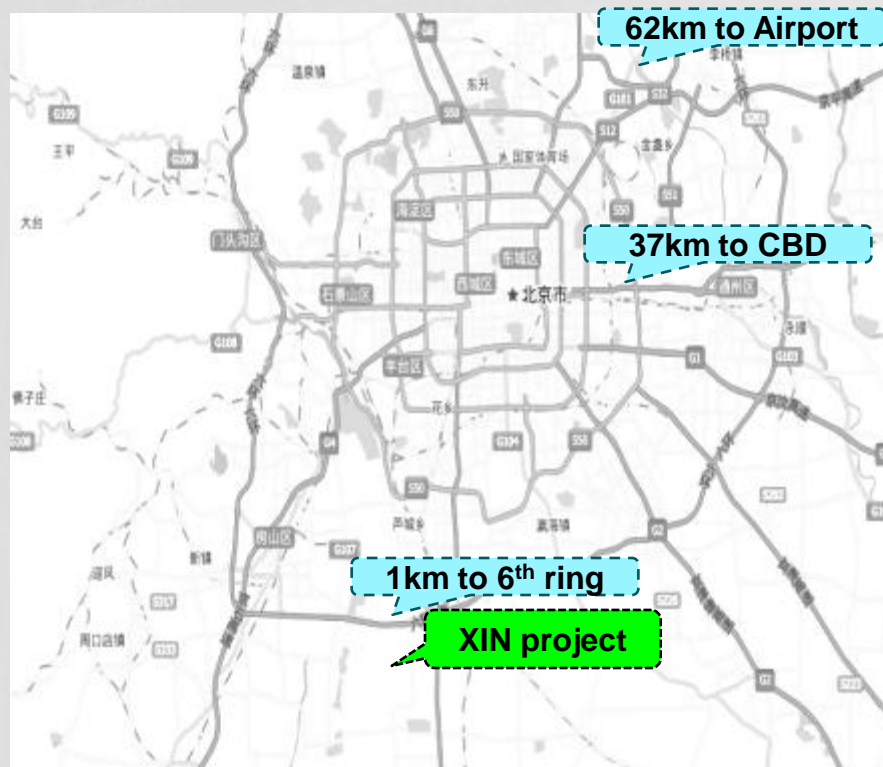


Project highlights

Date Purchased	Dec 2011
Total GFA:	119 ,000 sqm
Site Area:	45,000 sqm
Land premium:	RMB235 million
Floor price:	RMB1,975/sqm
Presale Date:	Q1 2014
Construction Period:	Mar 2013- Mar 2015
Master Planning:	High rise

- Xuzhou is an important transportation hub city in Jiangsu province as it is ideally situated between the eastern coastal, middle, and west development areas of China. Our newly acquired land parcel is adjacent to Xuzhou Xinyuan Colorful Garden, our first project in Xuzhou

Beijing New Project



Project highlights

Date Purchased	Sep 2012
Total GFA:	130 k sqm
Site Area:	57,862 sqm
Land premium:	RMB1,030 million
Floor price:	RMB7,923/sqm
Presale Date:	Q3/Q4 2013
Construction Period:	Jun 2013- Jul 2015
Master Planning:	High rise

- Located in Daxing District of Beijing next to south 6th ring. we will build smaller-sized, affordable apartments for Beijing commuters.

U.S. Projects Overview

The U.S. portfolio mainly comprises developed projects with relatively lower development risks

Irvine California Project



- **Purchased Date:** July 2012
- **Number of Units:** 15
- **GFA / Unit:** approximately 186 sqm
- **Average Selling Price / Unit:** US\$700,000+
- **Type of Products:** Condominiums
- Irvine California Project is invested by Xinyuan and developed by the U.S. second largest real estate developer Lennar. The project is an excellent property choice for immigrants and introduces an advanced "immigrate + study + property investment + living" one-stop solution concept in China
- The project is 40-minute drive from downtown Los Angeles, near JW Airport, adjacent to the University of California Irvine, University of California Los Angeles, University of Southern California, and surrounded by supermarkets and shopping centers

Reno Nevada Portfolio



- **Purchased Date:** May 2012
- **Acquisition Price:** US\$7.4 million
- Xinyuan acquired a portfolio of foreclosed real estate projects located in Reno, Northern part of Nevada from a major U.S. bank
- The portfolio comprises 325 finished lots and 185 acres of raw land at 8 different sites

Brooklyn New York Project



- **Purchased Date:** September 2012
- **Total GFA:** 37,078 sqm
- **Site Area:** 8,094 sqm
- **Land Premium:** US\$54.2 million
- **Average Floor Price:** RMB9,195 / sqm
- **Construction Commencement Date:** Sep 2013
- **Expected Date of Completion:** Mar 2015
- **Type of Products:** Multi-layer building

Appendix II



Financial Statements

P&L Summary



P & L

(All US\$ amounts and number of shares data in thousands, except per share data)

	<u>Three months ended</u>		
	<u>Mar 31,</u> <u>2013</u>	<u>Dec 31,</u> <u>2012</u>	<u>Mar 31,</u> <u>2012</u>
	(unaudited)	(unaudited)	(unaudited)
Revenue	169,429	263,094	172,584
Cost of revenue	<u>(113,762)</u>	<u>(175,261)</u>	<u>(123,357)</u>
Gross profit	55,667	87,833	49,227
Selling and distribution expenses	(2,788)	(4,425)	(3,472)
General and administrative expenses	<u>(9,674)</u>	<u>(9,695)</u>	<u>(8,493)</u>
Operating income	43,305	73,713	37,262
Interest income	1,635	2,941	1,328
Exchange gains	-	-	-
Income from operations before income taxes	44,940	76,654	38,590
Income taxes	<u>18,325</u>	<u>43,084</u>	<u>15,345</u>
Net income	<u>26,615</u>	<u>33,570</u>	<u>23,245</u>

Balance Sheet - Asset



	March 31, 2013 (unaudited)	December 31, 2012 (audited)
ASSETS		
Current assets		
Cash and cash equivalents	442,122	496,205
Restricted cash	184,260	145,730
Accounts receivable	4,612	3,076
Other receivables	9,103	27,413
Other deposits and prepayments	212,071	105,427
Advances to suppliers	17,206	11,028
Real estate property held for sale	10,313	11,191
Real estate property development completed	2,011	3,158
Real estate property under development	620,168	722,819
Other current assets	<u>7</u>	<u>295</u>
Total current assets	<u>1,501,873</u>	<u>1,526,342</u>
Real estate properties held for lease, net	22,894	23,204
Property and equipment, net	1,571	1,576
Restricted deposit	11,198	11,169
Other long-term investment	242	242
Deferred tax asset	1,660	1,599
Other assets	<u>2,073</u>	<u>2,249</u>
TOTAL ASSETS	<u>1,541,511</u>	<u>1,566,381</u>

Balance Sheet- Liabilities and Equity



	March 31, 2013 (unaudited)	December 31, 2012 (audited)
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities		
Accounts payable	179,931	241,894
Short-term bank loans and other debt	157,197	113,066
Customer deposits	57,238	50,201
Income tax payable	81,431	75,877
Deferred tax liabilities	15,516	13,612
Other payables and accrued liabilities	65,397	64,721
Payroll and welfare payable	2,942	9,663
Current portion of long-term bank loans and other debt	<u>123,874</u>	<u>166,082</u>
Total current liabilities	<u>683,526</u>	<u>735,116</u>
Non- current liabilities		
Long-term bank loans	35,000	35,000
Deferred tax liabilities	6,253	5,885
Unrecognized tax benefits	<u>8,866</u>	<u>8,842</u>
TOTAL LIABILITIES	<u>733,645</u>	<u>784,843</u>
Shareholders' equity		
Common shares	15	15
Treasury shares	(13,667)	(13,667)
Additional paid-in capital	512,692	511,964
Statutory reserves	49,622	49,622
Retained earnings	<u>259,204</u>	<u>233,604</u>
TOTAL EQUITY	<u>807,866</u>	<u>781,538</u>
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	<u>1,541,511</u>	<u>1,566,381</u>

Appendix III



Project Summary

Project Summary



As of Mar 31, 2013

	Chengdu	Zhengzhou	Jinan	Hefei	Suzhou	Kunshan	Xunzhou	Beijing	Neveda	Lennox	New York	Total
No. of projects under construction	1	5	1			1	1					9
No. of units	2,782	8,900	5,183			5,133	858					22,856
GFA (sqm)	217,010	800,693	565,356			497,941	101,821					2,182,819
No. of projects Under planning	-	1	-	-	1	-	1	1			1	5
No. of units												
GFA (sqm)		207,400			126,500		110,700	118,300			37,078	599,978
No. of projects Held for sale												
No. of units									1	1		2
GFA (sqm)										15		
									1,113,119	2,865		1,115,984
No. of projects Completed	1	16	3	1	3	-						24
No. of units	4,081	12,774	6,584	1,649	5,732							30,820
GFA (sqm)	231,032	1,293,194	425,733	145,455	484,501							2,579,915
Total Projects												
No. of projects	2	22	4	1	4	1	2	1	1	1	1	40
No. of units	6,863	21,674	11,767	1,649	5,732	5,133	858	-	-	-	-	53,676
GFA (sqm)	448,042	2,301,286	991,088	145,455	611,001	497,941	212,521	118,300	1,113,119	2,865	37,078	6,478,696

Projects under Construction / Planning



As of Mar 31, 2013

Project under construction	Location	Type of Products ¹	Estimated Construction Period	Pre-sale Commencement Time	Total Site Area (Sq.m)	Total Residential GFA (Sq.m)	Total Units	Units Sold	Unsold GFA (Sq.m)
Kunshan International City Garden	Kunshan	M/H	2008.07 - 2012.12	2008.09	200,008	497,941	5,133	5,015	17,512
Xuzhou Xinyuan Colorful Garden	Xuzhou	M/H	2010.05-2012.1	2010.08	46,777	101,821	858	844	2,690
Zhengzhou Longhai Road Project	Zhengzhou	H/S	2010.02-2012.12	2010.05	60,556	226,425	2,513	2,505	1,451
Zhengzhou Yipin Xiangshan Phase II	Zhengzhou	M/S	2010.12-2012.12	2011.3	81,345	198,192	2,078	2,059	2,641
Zhengzhou Royal Palace	Zhengzhou	M/H	2011.6-2013.12	2011.9	45,716	132,238	1,865	1,345	33,384
Zhengzhou Century East B	Zhengzhou	H	2011.02-2013.01	2011.6	51,372	166,497	1,677	1,591	14,951
Chengdu Xinyuan Splendid II	Chendu	H	2010.02-2012.10	2010.04	30,497	217,010	2,782	2,782	-
Jinan Xinyuan Splendid	Jinan	M/H	2011.03-2013.12	2011.5	200,180	565,356	5,183	3,062	299,339
Zhengzhou Century East A	Zhengzhou	M/H	2011.4-2013.10	2012.11	22,418	77,341	767	328	45,424
Total					738,869	2,182,819	22,856	19,531	417,393
Projects under planning									
Newly Acquired Zhengzhou Land	Zhengzhou	H	2013.3-2015.8	2013.09	61,078	207,400	TBD	TBD	TBD
Newly Acquired Xuzhou Land	Xuzhou	H	2013.6-2015.8	2013.09	45,046	110,700	TBD	TBD	TBD
Newly Acquired Suzhou Land	Suzhou	H	2013.4-2015.4	2013.09	51,246	126,500	TBD	TBD	TBD
Newly Acquired Beijing Land	Beijing	H	2013.6-2015.10	2013.09	57,862	118,300	TBD	TBD	TBD
Newly Acquired New York Land	New York	H	2013.9-2015.4	2013.06	8,094	37,078	TBD	TBD	TBD
Total						599,978			



Appendix IV



Typical Active Projects

Jinan Xinyuan Splendid

Project highlights



- | | |
|----------------------|----------------------------|
| Total GFA: | 565,400 m ² |
| Presale Date: | May 2011 |
| Expected | 02/11-12/13 |
| Construction Period: | |
| % of GFA Sold: | 47% |
| Master Planning: | Multi-layers and High rise |
- Along the Xiaoqing He River with great view
 - Located in the core area of Binhe New District in Jinan city

Zhengzhou Royal Palace



Project highlights

- | | |
|-------------------------------|----------------------------|
| Total GFA: | 132,200 M2 |
| Presale Date: | Sep 2011 |
| Expected Construction Period: | 03/11-04/13 |
| % of GFA Sold: | 77% |
| Master Planning: | Multi-layers and High rise |
- Prime neighborhood located in business centre of Zhengzhou
 - Rich educational resources adjacent to the project
 - 5 minutes drive to the political centre of Zhengzhou, attracting numerous civil servants

Zhengzhou Central East A



Project highlights

Total GFA:	77,300 M2
Presale Date:	Nov 2012
Expected	
Construction Period:	04/11-10/13
% of GFA Sold:	41%
Master Planning:	High rise

- Located in Zhengzhou East New District
- 3km to Zhengzhou Express Train Station

Appendix V



Strong Board and Committees

Superior Corporate Governance Led by Experienced Management Team



Xinyuan has an experienced management team led by Chairman Zhang



Yong Zhang
Chairman & CEO

- Founded Xinyuan in 1997
- Received an MBA degree from Tsinghua University
- Vice chairman of Henan Real Estate Association, Deputy to the 11th People's Congress of Henan Province
- Over 20 years of working experience in the real estate industry



Thomas Gurnee
Chief Financial Officer

- Prior experience include member of the Audit Committee in 2 U.S.-listed Chinese companies
- Received an MBA degree from University of Santa Clara and a bachelors degree from Stanford University
- Over 34 years of working experience in accounting, finance and management



Anthony Walton
Independent Director

- Vice Chairman of Standard Chartered Bank, Americas.
- Prior work experience include CEO of two private investment banks
- Received an MBA from Wharton Graduate School of Finance
- Over 40 years of working experience in finance



Yuyuan Yang
Director & Vice President

- Co-founder of Xinyuan
- Received an MBA degree from National University of Singapore
- Over 10 years of working experience in the real estate industry



Thomas Wertheimer
Independent Director

- Member of Board of Directors of two other U.S.-listed companies
- Expert in financial and accounting issues
- Prior experience include audit partner at PricewaterhouseCoopers



Yinfei Hao
Director & Executive Vice President

- Executive Vice President of Legal and Audit Administration
- Received a PhD of Management Science and Engineering, an MBA and a master's degree in economics
- Over 28 years of working experience in government services



Huai Chen
Independent Director

- Received a PhD from Renmin University of China; visiting professor at Stanford University
- Former senior research fellow and director of the Policy Research Center of the MOHURD
- Former deputy director of the Institute of Market Research under the PRC State Councils' Development and Research Center



Yong Cui
Director

- Received doctorate degree in economics from Renmin University of China
- One of the earliest financial experts in China
- Extensive experience in corporate finance
- Primarily responsible for securities and corporate finance advisory duties



Omer Ozden
Independent Director

- Prior experience include Partner at Baker & McKenzie
- Over 10 years of working experience in the legal field

Thank you!

Q&A

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