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GREENTOWN CHINA HOLDINGS LIMITED

綠城中國控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 03900)

RESULTS OF THE OFFER TO PURCHASE FOR CASH FOR

**(A) UP TO 2025 APRIL NOTES MAXIMUM ACCEPTANCE AMOUNT
OF ITS US\$446,500,000 4.7% SENIOR NOTES DUE 2025**

(Stock Code: 40447)

AND

**(B) UP TO 2025 JULY NOTES MAXIMUM ACCEPTANCE AMOUNT
OF ITS US\$294,500,000 5.65% SENIOR NOTES DUE 2025**

(Stock Code: 40300)

Reference is made to Greentown China Holdings Limited’s (the “**Company**”) announcement dated 13 February 2025 (the “**Announcement**”) in relation to the commencement of the Offer (as defined below). Unless otherwise stated, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement.

* For identification purposes only

The Company today announced the results of the offer to purchase for cash for (i) up to the 2025 April Notes Maximum Acceptance Amount of its outstanding US\$446,500,000 4.7% Senior Notes due 2025 (ISIN: XS2247552446) (the “**2025 April Notes**”) (the “**2025 April Notes Offer**”) and (ii) up to the 2025 July Notes Maximum Acceptance Amount of its outstanding US\$294,500,000 5.65% Senior Notes due 2025 (ISIN: XS2193529562) (the “**2025 July Notes**”, together with the 2025 April Notes, the “**Relevant Notes**”) (the “**2025 July Notes Offer**”, together with the 2025 April Notes Offer, the “**Offer**”). The Offer was being made pursuant to an offer to purchase dated 13 February 2025 (the “**Offer to Purchase**”).

The Offer expired at 5 p.m. Central European Time, on 20 February 2025 (the “**Expiration Deadline**”). As of the Expiration Deadline, a total of US\$312,187,000 in aggregate principal amount of the 2025 April Notes and a total of US\$139,676,000 in aggregate principal amount of the 2025 July Notes have been validly tendered pursuant to the Offer.

The Company is pleased to announce that it will accept all 2025 April Notes and all 2025 July Notes tendered pursuant to the Offer, and accordingly, the 2025 April Notes Maximum Acceptance Amount shall be US\$312,187,000, and the 2025 July Notes Maximum Acceptance Amount shall be US\$139,676,000. Accordingly, the Maximum Acceptance Amount for both series of Relevant Notes shall be US\$451,863,000.

The Company will accept US\$312,187,000 aggregate principal amount of the 2025 April Notes and US\$139,676,000 aggregate principal amount of the 2025 July Notes for purchase, and the Accrued Interest due on the 2025 April Notes and the 2025 July Notes is US\$15.14 per US\$1,000 principal amount of outstanding 2025 April Notes and US\$6.59 per US\$1,000 principal amount of outstanding 2025 July Notes, respectively.

The payment for each series of the Relevant Notes accepted for purchase is expected to be made on or about 25 February 2025. Following the settlement of the Relevant Notes accepted for purchase, the outstanding principal amount of the 2025 April Notes and 2025 July Notes will be US\$134,313,000 and US\$154,824,000, respectively.

For a detailed statement of the terms and conditions of the Offer, holders of any series of the Relevant Notes (the “**Relevant Noteholders**”) should refer to the Offer to Purchase. The Offer to Purchase is made available to Relevant Noteholders by D.F King Ltd., the Information and Tender Agent for the Offer via the Offer Website: <https://clients.dfkingltd.com/greentown/>. The Company has engaged Deutsche Bank AG Hong Kong Branch and The Hongkong and Shanghai Banking Corporation Limited as dealer managers for the Offer. Requests for copies of the Offer to Purchase and its related documents may be directed to the Information and Tender Agent by email to: +852 3953 7208 (Hong Kong)/+44 207 920 9700 (London) or by email to: greentown@dfkingltd.com. Questions regarding the Offer should be directed to Deutsche Bank AG Hong Kong Branch at +852 2203 8521 (Hong Kong)/+44 20 7545 8011 (London) or by email to: project.roseii@list.db.com (Attention: Debt Capital Markets) or The Hongkong and Shanghai Banking Corporation Limited at +852 3941 0223 (Hong Kong)/+44 20 7992 6237 (London) or by email to: liability.management@hsbcib.com (Attention: Liability Management Group).

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INFORMATION ABOUT THE COMPANY

The Company is an exempted company incorporated in the Cayman Islands with limited liability, whose shares are listed on the Main Board of the Stock Exchange. It is one of the leading property developers in the PRC with business operations in various major PRC cities and is primarily engaged in developing quality properties targeting mainly middle and high income residents in the PRC.

FORWARD-LOOKING STATEMENTS

This announcement contains forward-looking statements. The Company may also make written or oral forward-looking statements in its annual report to shareholders, in press releases and other written materials, amongst others, and in oral statements made by its officers, directors or employees to third parties. Forward-looking statements include statements about the Company's beliefs and expectations regarding future events. Forward-looking statements involve inherent risks and uncertainties, and a number of factors could cause actual results to differ materially from those contained in any forward-looking statement. These factors include, but are not limited to, (i) uncertainty as to the trading market for Relevant Notes not purchased, (ii) other purchases or redemption of Relevant Notes made by the Company, (iii) conditions to consummation of the Offer not being satisfied or met, (iv) no obligation of the Company to accept any Relevant Notes tendered for purchase and (v) uncertainty as to amount of Relevant Notes to be accepted for purchase. In some cases, forward-looking statements can be identified by words or phrases such as "may", "will", "expect", "anticipate", "target", "aim", "estimate", "intend", "plan", "believe", "potential", "continue", "is/are likely to" or other similar expressions. All information provided in this announcement is as of the date of this release, and the Company undertakes no duty to update such information, except as required under applicable law.

By order of the Board
Greentown China Holdings Limited
ZHANG Yadong
Chairman

Hangzhou, the PRC
24 February 2025

As at the date of this announcement, the Board comprises Mr ZHANG Yadong, Mr GUO Jiafeng, Mr ZHOU Changjiang, Mr GENG Zhongqiang, Mr LI Jun and Ms HONG Lei as executive directors, Mr Stephen Tin Hoi NG and Mr Andrew On Kiu CHOW as non-executive directors and Mr JIA Shenghua, Mr HUI Wan Fai, Mr QIU Dong and Mr ZHU Yuchen as independent non-executive directors.