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**PROPOSED FURTHER ISSUANCE OF 2.70% GUARANTEED GREEN NOTES DUE 2025  
(TO BE CONSOLIDATED AND FORM A SINGLE SERIES WITH THE  
US\$320,000,000 2.70% GUARANTEED GREEN NOTES DUE 2025)  
(Stock Code: 40760)**

**Introduction**

Reference is made to the announcements issued by the Company dated 6 July 2021, 7 July 2021, 13 July 2021 and 14 July 2021 in relation to, among others, the issuance of the Original Notes.

The Board announces that the Issuer, a wholly-owned subsidiary of the Company, proposes to conduct the Proposed Further Issue on terms and conditions of the Original Notes, save for the issue date and the offering price. Completion of the Proposed Further Issue is subject to market conditions and investor interest. As at the date of this announcement, the details of the New Notes, including the aggregate principal amount and the offering price, have not yet been determined.

The New Notes and the Guarantee have not been and will not be registered under the U.S. Securities Act and subject to certain exceptions, may not be offered or sold within the United States. The New Notes and the Guarantee will only be offered and sold outside of the United States in offshore transactions in compliance with Regulation S under the U.S. Securities Act. The New Notes are to be unconditionally and irrevocably guaranteed by the Company. None of the New Notes will be offered to the public in Hong Kong.

**Reasons for the Proposed Further Issue**

The net proceeds of the Proposed Further Issue is intended to be used to repay existing medium and long-term external indebtedness of the Company and/or its subsidiaries due within one year and in accordance with the green finance framework of the Group.

Sino-Ocean Group Holding Limited

(Incorporated in Hong Kong with limited liability under the Hong Kong Companies Ordinance)

Stock Code : 03377

## Listing

Application will be made to the Stock Exchange for the listing of, and permission to deal in, the New Notes by way of debt securities issued to Professional Investors (as defined in Chapter 37 of the Rules Governing the Listing of Securities on the Stock Exchange) only. Listing of the New Notes on the Stock Exchange is not to be taken as an indication of the commercial merits or credit quality of the Issuer, the Company or the New Notes.

The Original Notes are listed on the Stock Exchange and are rated “Baa3” by Moody’s, “BBB-” by Fitch and “BBB<sub>g+</sub>” by CCXAP. The New Notes are expected to be rated the same as the Original Notes. Credit ratings to be accorded to the New Notes are not a recommendation to purchase, hold or sell the New Notes. There can be no assurance that the ratings will remain in effect for a given period or that the ratings will not be revised by the rating agencies in the future.

## GENERAL

**As no binding agreement in relation to the Proposed Further Issue has been entered into as at the date of this announcement, the Proposed Further Issue may or may not materialise. Potential investors and shareholders of the Company are advised to exercise caution when dealing in the securities of the Company. Further announcement(s) in respect of the Proposed Further Issue will be made by the Company as and when appropriate.**

## DEFINITIONS

Unless otherwise defined, the following expressions in this announcement have the following meanings:

“Board”	the board of directors of the Company
“CCXAP”	China Chengxin (Asia Pacific) Credit Ratings Company Limited and its affiliates
“Company”	Sino-Ocean Group Holding Limited (遠洋集團控股有限公司), a company incorporated in Hong Kong with limited liability, the shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 03377)
“Fitch”	Fitch Ratings Ltd. and its affiliates
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Group”	the Company and its subsidiaries
“Guarantee”	the guarantee unconditionally and irrevocably to be provided by the Company in respect of the New Notes
“Issuer”	Sino-Ocean Land Treasure IV Limited (遠洋地產寶財IV有限公司), a company incorporated in the British Virgin Islands with limited liability and a wholly-owned subsidiary of the Company

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“Moody’s”	Moody’s Investors Service, Inc. and its affiliates
“New Notes”	the 2.70% guaranteed green notes due 2025 proposed to be issued by the Issuer and guaranteed by the Company and to be consolidated and form a single series with the Original Notes
“Original Notes”	the 2.70% guaranteed green notes due 2025 in the aggregate principal amount of US\$320,000,000 issued by the Issuer on 13 July 2021 and guaranteed by the Company
“Proposed Further Issue”	the proposed issue of the New Notes by the Issuer
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“U.S. Securities Act”	the United States Securities Act of 1933, as amended from time to time
“United States”	the United States of America

By order of the Board  
**Sino-Ocean Group Holding Limited**  
**CHUNG Kai Cheong**  
*Company Secretary*

Hong Kong, 27 January 2022

*As at the date of this announcement, the Board comprises Mr. LI Ming, Mr. WANG Honghui and Mr. CUI Hongjie as executive directors; Ms. HUANG Xiumei, Mr. ZHAO Peng, Mr. HOU Jun, Mr. CHEN Ziyang and Mr. ZHAN Zhong as non-executive directors; and Mr. HAN Xiaojing, Mr. SUEN Man Tak, Mr. WANG Zhifeng, Mr. JIN Qingjun and Ms. LAM Sin Lai Judy as independent non-executive directors.*