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E-House (China) Enterprise Holdings Limited

易居（中國）企業控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2048 and Debt Stock Code: 40507)

**NOTICE OF THE SCHEME MEETING
IN THE GRAND COURT OF THE CAYMAN ISLANDS
FINANCIAL SERVICES DIVISION FSD CAUSE NO. 165 OF 2022 (NSJ)
IN THE MATTER OF SECTION 86 OF
THE COMPANIES ACT (2022 REVISION)
AND
IN THE MATTER OF E-HOUSE (CHINA)
ENTERPRISE HOLDINGS LIMITED**

This announcement is made by E-House (China) Enterprise Holdings Limited (易居（中國）企業控股有限公司) (the “**Company**”) pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Unless otherwise defined herein, terms used in this Notice have the same meanings as in the explanatory statement (the “**Explanatory Statement**”) relating to the proposed scheme of arrangement between the Company and the Scheme Creditors (as defined therein) under section 86 of the Companies Act (2022 Revision) (the “**Scheme**”). Copies of the Scheme, the Explanatory Statement and the Solicitation Packet (including the Account Holder Letter to be completed by or on behalf of all Scheme Creditors) are available to download from the Scheme Website (<https://sites.dfkingltd.com/E-House>) or from the Company’s website (<https://ir.ehousechina.com/en/announcements-and-circulars/>).

NOTICE IS HEREBY GIVEN that, by an Order dated 20 September 2022 (the “**Scheme Convening Order**”), the Grand Court of the Cayman Islands (the “**Cayman Court**”) has directed that a meeting of Scheme Creditors (the “**Scheme Meeting**”) may be convened for the purposes of considering and, if thought fit, approving the Scheme (with or without modification, addition or condition approved or imposed by the Cayman Court).

The Scheme Meeting will be held at the offices of Maples and Calder at Ugland House, South Church Street, Grand Cayman KY1-1104, Cayman Islands, with any adjournment as may be necessary or appropriate, commencing at 7:00 a.m. Cayman Islands time (8:00 p.m. Hong Kong time) on 12 October 2022 (subject to applicable COVID-19 restrictions, policies or guidance then in force in the Cayman Islands, and in which case any changes in arrangements relating to the Scheme Meeting shall be communicated to Scheme Creditors in advance of the Scheme Meeting on the Scheme Website, and by a public announcement published on the website of The Stock Exchange of Hong Kong Limited (the “**SEHK**”)).

Scheme Creditors will be able to attend the Scheme Meeting in person, by a duly authorised representative (if a corporation) or by proxy. Scheme Creditors will also be able to attend the Scheme Meeting by video conference via Zoom using details that may be obtained on request from the Information Agent (if you are a Scheme Creditor who is not a Blocked Scheme Creditor) or the Company or CICC (as defined below) (if you are a Blocked Scheme Creditor). Scheme Creditors who attend the Scheme Meeting by video conference will be able to vote (and to change their vote, if they wish).

All Scheme Creditors are requested to attend the Scheme Meeting at such place and time either in person, by a fully authorised representative (if a corporation) or by proxy. A copy of the Scheme and a copy of the Explanatory Statement are incorporated in the document of which this Notice forms part.

Scheme Creditors may vote in person (or, if a corporation, appoint a duly authorised representative to vote in person) or appoint proxies to vote in their place. Scheme Creditors may appoint proxies to vote at the Scheme Meeting in Part 2 of the Account Holder Letter (*Voting and Appointment of Proxy*) or Section 4 of the Blocked Scheme Creditor Voting Form (*Voting Instructions relating to the Scheme and Appointment of Proxy*), as applicable.

The Old Notes Trustee and the Depositary have agreed, pursuant to the limitations in the Old Notes Indentures, not to vote in respect of the Old Notes at the Scheme Meeting.

In order to vote on the Scheme and attend the Scheme Meeting (in person, by a duly authorised representative (if a corporation) or by proxy), a Scheme Creditor must ensure that:

- (i) in the case of a Scheme Creditor that is not a Blocked Scheme Creditor:
 - a. a Custody Instruction is submitted on their behalf via the relevant Clearing System by the **Custody Instruction Deadline** (being 10:00 a.m. Cayman Islands time/11:00 p.m. Hong Kong time on 5 October 2022) in accordance with the instructions set out in the Account Holder Letter and the remainder of the Solicitation Packet; and

- b. the Account Holder Letter, including in particular Part 1 and Part 2 of the Account Holder Letter, has been duly completed and submitted to and received by the Information Agent via the Scheme Website by no later than the **Voting Instruction Deadline** (being 10:00 a.m. Cayman Islands time/11:00 p.m. Hong Kong time on 7 October 2022) in accordance with the instructions set out in the Account Holder Letter and the remainder of the Solicitation Packet. Scheme Creditors who are not Blocked Scheme Creditors must ensure that they allow sufficient time for their respective Account Holders to give instructions to the Clearing Systems, in accordance with the procedures established between them, to ensure that a duly completed Account Holder Letter is submitted to and received online via the Scheme Website by the Information Agent by the **Voting Instruction Deadline**.

(ii) in the case of a Blocked Scheme Creditor:

- a. the Blocked Scheme Creditor Voting Form has been duly completed and submitted to and received by the Company via email by no later than the **Voting Instruction Deadline** (being 10:00 a.m. Cayman Islands time/11:00 p.m. Hong Kong time on 7 October 2022) in accordance with the instructions set out in the Blocked Scheme Creditor Voting Form and the remainder of the Solicitation Packet.

Each Scheme Creditor (or, if a corporation, its duly authorised representative) or its proxy intending to attend the Scheme Meeting will be required to register its attendance at the Scheme Meeting no later than one (1) hour prior to the scheduled start time of the Scheme Meeting. Registration at the Scheme Meeting will commence at 6:00 a.m. Cayman Islands time (7:00 p.m. Hong Kong time) on 12 October 2022.

Any Scheme Creditor or its proxy attending the Scheme Meeting in person must produce a duplicate copy of the Account Holder Letter or Blocked Scheme Creditor Voting Form, as applicable, that has been validly completed and submitted electronically by or on behalf of that Scheme Creditor together with corporate authority (in the case of a corporation) (for example, a valid power of attorney and/or board resolutions) and evidence of personal identity (being a valid original passport or other original government-issued photographic identification) at the virtual registration desk by no later than one (1) hour before the scheduled time of the Scheme Meeting. If appropriate personal identification or evidence of authority is not produced, that person shall only be permitted to attend and vote at the Scheme Meeting at the discretion of the Chairperson.

Pursuant to the Scheme Convening Order, the Cayman Court appointed Alexander Lawson of Alvarez & Marsal Cayman Islands Limited to act as the Chairperson of the Scheme Meeting, or failing him, another representative of Alvarez & Marsal Cayman Islands Limited nominated by him, and directed the Chairperson to report the results of the Scheme Meeting to the Cayman Court within five (5) days of the date of the Scheme Meeting. The results of the Scheme Meeting will also be made available on the Scheme Website, will be the subject of a public announcement to be published on the SEHK website and will be published on the Company's website.

The Scheme will be subject to the subsequent approval and sanction of the Cayman Court. The Scheme Sanction Hearing is presently scheduled to take place at 9.00 a.m. Cayman Islands time (10.00 p.m. Hong Kong time) on 26 October 2022. Any Scheme Creditor is entitled (but not obliged) to attend the Scheme Sanction Hearing, through legal counsel, to support or oppose the approval and sanction of the Scheme.

**SCHEME CREDITORS OTHER THAN BLOCKED
SCHEME CREDITORS REQUIRING ASSISTANCE SHOULD CONTACT:**

D.F. King Ltd.

Telephone: in Hong Kong +852 5803 0895; in London: +44 20 8089 2616;

Email: E-House@dfkingltd.com

Scheme Website: <https://sites.dfkingltd.com/E-House>

ANY BLOCKED SCHEME CREDITORS REQUIRING ASSISTANCE SHOULD CONTACT:

China International Capital Corporation Hong Kong Securities Limited (“CICC”)

E-House@cicc.com.cn

E-House (China) Enterprise Holding Limited

Email: ir@ehousechina.com

Further announcement(s) will be made by the Company to inform shareholders and other investors of the Company of any material developments in relation to the proposed offshore debt restructuring under the Scheme as and when appropriate.

Shareholders and other investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By order of the Board

E-House (China) Enterprise Holdings Limited

Zhou Xin

Chairman

Hong Kong, 21 September 2022

As at the date of this announcement, the Board comprises Mr. Zhou Xin as Chairman and executive director, Mr. Huang Canhao, Dr. Cheng Li-Lan and Dr. Ding Zuyu as executive directors, Ms. Jiang Shanshan, Mr. Yang Yong, Ms. Xie Mei and Mr. Lv Peimei as non-executive directors, and Mr. Zhang Bang, Mr. Zhu Hongchao, Mr. Wang Liqun and Mr. Li Jin as independent non-executive directors.