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SUNac 融創中國
SUNAC CHINA HOLDINGS LIMITED
融創中國控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 01918)

**UPDATES ON THE OFFSHORE DEBT RESTRUCTURING
NOTICE OF SCHEME MEETING**

References are made to the announcements of Sunac China Holdings Limited (the “**Company**”) dated 28 March 2023, 20 April 2023, 4 May 2023, 13 June 2023 and 4 July 2023 in relation to the proposed offshore debt restructuring of the Company and the announcement of the Company dated 28 July 2023 in relation to the grant of a convening order by the High Court of the Hong Kong Special Administrative Region of the People’s Republic of China.

Unless otherwise specified, terms used in this Notice have the same meanings as in the explanatory statement (the “**Explanatory Statement**”) and the scheme relating to the proposed scheme of arrangement between the Company and the Scheme Creditors (as defined therein) under sections 670, 673 and 674 of the Companies Ordinance (Cap. 622) of Hong Kong (the “**Scheme**”). A copy of the Scheme is incorporated in the Explanatory Statement of which this Notice forms a part.

NOTICE IS HEREBY GIVEN that, by an Order dated 26 July 2023 (the “**Convening Order**”) made by the High Court of Hong Kong (the “**Hong Kong Court**”), the Hong Kong Court has directed that a meeting (the “**Scheme Meeting**”) be convened of the Scheme Creditors of the Company for the purpose of considering and, if thought fit, approving (with or without modification or condition approved and imposed by the Hong Kong Court) the Scheme.

The Scheme Meeting will be held at Sidley Austin at 39/F, Two International Finance Centre, 8 Finance Street, Central, Hong Kong, starting at 11:00 a.m. Hong Kong time on 18 September 2023 with any adjournment as may be appropriate. Scheme Creditors will be able to attend the Scheme Meeting and vote in person or by an authorized representative (if a corporation) or by proxy. Scheme Creditors will also be able to attend the Scheme Meeting by video conference using conferencing details and passcode that can be obtained on request from the Information Agent (if you are a Scheme Creditor who is not a Sanctions-Affected Scheme Creditor) or GLAS Trustees Limited (“GLAS”) (if you are a Blocked Scheme Creditor). Conferencing details and passcode will be provided at least 2 business days before the day appointed for the Scheme Meeting. The Chairperson may require Scheme Creditors attending the Scheme Meeting by video conference to turn on their cameras for the duration of the meetings. Telephone conference facilities will also be made available to Scheme Creditors upon request from the Information Agent (if you are not a Sanctions-Affected Scheme Creditor) or GLAS (if you are a Blocked Scheme Creditor), allowing such Scheme Creditors to listen to the Scheme Meeting and to ask questions (but not cast their vote).

In order to attend the Scheme Meeting and vote on the Scheme (in person, by duly authorized representative, if a corporation, or by proxy), a Scheme Creditor must ensure that its Account Holder Letter or Lender Proxy Form is validly completed in accordance with the instructions set out in the Account Holder Letter or Lender Proxy Form and the Explanatory Statement, and submitted to the Information Agent via the AHL Portal by no later than 11:00 p.m. Hong Kong time, on 13 September 2023. If you are a Blocked Scheme Creditor, please refer to the Explanatory Statement for the arrangements that apply to you in order to participate and vote in the Scheme Meeting.

Each Scheme Creditor or its proxy intending to vote in person at the Scheme Meeting will be required to register its attendance at the Scheme Meeting no later than 60 minutes prior to the scheduled start time of the Scheme Meeting.

Copies of the Scheme, the Explanatory Statement, Account Holder Letter, Lender Proxy Form, Blocked Scheme Creditor Forms and certain Restructuring Documents are available for download from the Scheme Website.

Pursuant to the Convening Order, the Hong Kong Court appointed Mr. Wan Hiu Yeung (also known as Jacky Wan), or failing him, Mr. Jong Yat Kit (also known as Victor Jong), both of PricewaterhouseCoopers Limited, to act as the Chairperson of the Scheme Meeting and directed the Chairperson in his/her capacity as such to report the results of the Scheme Meeting to the Hong Kong Court. The results of the Scheme Meeting will also be made available on the Scheme Website.

The Scheme will be subject to the subsequent approval and sanction of the Hong Kong Court, and the satisfaction or waiver (as applicable) of the conditions as set out in section 6.13(b) of the Explanatory Statement.

Contact details of the Information Agent and GLAS:

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HK Address : 29/F, The Executive Centre, No. 28 Stanley Street, Central,
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Attention : Debt Services Team

GLAS Trustees Limited

E-mail : dcm@glas.agency
Tel. : +44 (0) 20 3597 2940
UK Address : 55 Ludgate Hill, Level 1 West, London EC4M 7JW, United
Kingdom
Attention : Debt Capital Markets (Project CZ)

Hyperlinks to the Scheme Website and the AHL Portal:

Scheme Website : <https://projects.morrowsodali.com/Sunac>
AHL Portal : <https://portal.morrowsodali.com/sunacAHL>

Further announcement(s) will be made by the Company to inform shareholders and other investors of the Company of any material developments relating to the Scheme as and when appropriate.

Holders of securities and potential investors of the Company are advised to exercise caution when dealing in securities of the Company.

By Order of the Board
Sunac China Holdings Limited
SUN Hongbin
Chairman

Hong Kong, 28 August 2023

As at the date of this announcement, the executive directors of the Company are Mr. SUN Hongbin, Mr. WANG Mengde, Mr. JING Hong, Mr. TIAN Qiang, Mr. HUANG Shuping and Mr. SUN Kevin Zheyi; and the independent non-executive directors of the Company are Mr. POON Chiu Kwok, Mr. ZHU Jia, Mr. MA Lishan and Mr. YUAN Zhigang.