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**ANNOUNCEMENT OF THE RESULTS OF THE MEETING IN RESPECT OF THE CONSENT SOLICITATION**

**in relation to**

**U.S.\$600,000,000 7.25 per cent. guaranteed bonds due 2024 (the “Bonds”)**

**(ISIN: XS1023280271; Common Code: 102328027; Stock Code: 6023)**

issued by

**Wanda Properties International Co. Limited 萬達地產國際有限公司**

*(incorporated with limited liability in the British Virgin Islands and a wholly-owned subsidiary of Dalian Wanda Commercial Management Group Co., Ltd. (大连万达商业管理集团股份有限公司)) (the “Issuer”)*

guaranteed by

**Wanda Commercial Properties (Hong Kong) Co. Limited 萬達商業地產（香港）有限公司**

*(incorporated with limited liability in Hong Kong and a wholly-owned subsidiary of Dalian Wanda Commercial Management Group Co., Ltd. (大连万达商业管理集团股份有限公司))*

**Wanda Real Estate Investments Limited 萬達地產投資有限公司**

*(incorporated with limited liability in the British Virgin Islands)*

and

**Wanda Commercial Properties Overseas Limited 萬達商業地產海外有限公司**

*(incorporated with limited liability in the British Virgin Islands)*

(collectively, the “**Subsidiary Guarantors**”)

and with the benefit of a keepwell deed and a deed of equity interest purchase undertaking by

**Dalian Wanda Commercial Management Group Co., Ltd. (大连万达商业管理集团股份有限公司)**

*(previously known as Dalian Wanda Commercial Properties Co., Ltd. (大连万达商业地产股份有限公司))*

*(incorporated with limited liability in the People’s Republic of China) (the “Company”)*

Reference is made to the consent solicitation memorandum in respect of the Bonds (the “**Consent Solicitation Memorandum**”), the notice of Meeting in respect of the Bonds (the “**Notice**”) and the announcement of the Issuer and the Subsidiary Guarantors in relation to the Consent Solicitation (the “**Launch Announcement**”), each dated 21 November 2023, and the announcement of the results of the Consent Instructions received at or prior to the Early Consent Deadline in respect of the Consent Solicitation dated 30 November 2023 (the “**Early Consent Results Announcement**”, together with the Launch Announcement, the “**Announcements**”).

Capitalised terms used in this announcement but not defined have the meanings given to them in the Consent Solicitation Memorandum, the Notice and the Announcements.

## **RESULTS OF THE MEETING**

The Issuer is pleased to announce that the Extraordinary Resolution was duly passed at the Meeting held on 13 December 2023.

In addition, the quorum required for, and the requisite majority of votes cast at, the Meeting was satisfied by Eligible Bondholders, irrespective of any participation at the Meeting by Ineligible Bondholders. Therefore, the Eligibility Condition was satisfied.

Accordingly, the Issuer has decided to implement the Extraordinary Resolution.

## **PAYMENT DATE AND AMENDMENT EFFECTIVE DATE**

It is further announced that the Consent Fees and the Ineligible Bondholder Payments will be paid on or around 18 December 2023 (being the Payment Date), subject to the terms and conditions set out in the Consent Solicitation Memorandum.

Following the passing of the Extraordinary Resolution, the satisfaction of the Eligibility Condition and the payment of the Consent Fees and the Ineligible Bondholder Payments, the Issuer, the Subsidiary Guarantors, the Company, the Trustee, the Agents and the Account Bank will execute the Amendment Documents to which they are parties on or around 18 December 2023 (being the Amendment Effective Date), upon which the Proposed Amendments and Waivers shall become effective.

## **FURTHER DETAILS**

For a detailed statement of the terms and conditions of the Consent Solicitation and the Proposed Amendments and Waivers, Bondholders should refer to the Consent Solicitation Memorandum and the Notice. The Consent Solicitation Memorandum is available to the Eligible Bondholders via the Consent Website: <https://projects.morrowsodali.com/wanda>.

The Company has engaged Deutsche Bank AG, Singapore Branch to act as the Sole Solicitation Agent and Morrow Sodali Limited to act as the Information and Tabulation Agent for the Consent Solicitation.

Should Bondholders have any questions, please contact the Information and Tabulation Agent for the Consent Solicitation, Morrow Sodali Limited (telephone: +44 20 4513 6933 (London) or +852 2319 4130 (Hong Kong); email: [wanda@investor.morrowsodali.com](mailto:wanda@investor.morrowsodali.com); Consent Website: <https://projects.morrowsodali.com/wanda>).

Any questions concerning the terms of the Consent Solicitation may be directed to the Sole Solicitation Agent for the Consent Solicitation, Deutsche Bank AG, Singapore Branch, One Raffles Quay, #17-00 South Tower, Singapore 048583 (telephone: +65 6225 9442; attention: Global Risk Syndicate; email: [wonder.3@list.db.com](mailto:wonder.3@list.db.com)).

Unless stated otherwise, all announcements in connection with the Consent Solicitation including the settlement of the Consent Solicitation will be made by the Issuer through the Clearing Systems for communication to Direct Participants, the Consent Website and the website of the Hong Kong Stock Exchange. Significant delays may be experienced in respect of notices delivered to the Clearing Systems and Bondholders are urged, therefore, to contact the Sole Solicitation Agent or the Information and Tabulation Agent.

Hong Kong, 13 December 2023

*As at the date of this announcement, the director of the Issuer is Mr. HAN Xu.*

*As at the date of this announcement, the director of Wanda Commercial Properties (Hong Kong) Co. Limited 萬達商業地產（香港）有限公司 is Mr. HAN Xu.*

*As at the date of this announcement, the director of Wanda Real Estate Investments Limited 萬達地產投資有限公司 is Mr. ZHANG Lin.*

*As at the date of this announcement, the director of Wanda Commercial Properties Overseas Limited 萬達商業地產海外有限公司 is Mr. ZHANG Lin.*

## **DISCLAIMER**

**This announcement must be read in conjunction with the Consent Solicitation Memorandum, the Notice and the Announcements. The Consent Solicitation Memorandum contains important information which should be read carefully before any decision is made with respect to the Consent Solicitation.** If any Bondholder is in doubt about any aspect of the Proposed Amendments and Waivers and/or the Extraordinary Resolution and/or the action it should take, it is recommended to seek independent legal advice as to the contents of the Consent Solicitation Memorandum, the Notice and the Announcements, and to seek independent financial and legal advice from its stockbroker, bank manager, solicitor, accountant or other appropriately authorised independent financial or other adviser as to the action it should take. Any individual or company whose Bonds are held on its behalf by a broker, dealer, bank, custodian, trust company or other nominee must contact such person if it wishes to participate in the Consent Solicitation. None of the Issuer, the Subsidiary Guarantors, the Company, the Sole Solicitation Agent, the Information and Tabulation Agent, the Trustee, the Agents, their respective directors, employees, officers, advisers, consultants, agents or affiliates, or any person who controls any of them, has made or will make any assessment of the merits of the Consent Solicitation or of the impact of the Consent Solicitation on the interests of the Bondholders either as a class or as individuals or makes any recommendation as to whether a Bondholder should consent to the Proposed Amendments and Waivers.

### **Solicitation and Distribution Restrictions**

The distribution of this announcement in certain jurisdictions may be restricted by law. Persons who come into possession of this announcement are required to inform themselves about, and to observe, any such restrictions. Nothing in this announcement constitutes or contemplates an offer of, an offer to purchase or the solicitation of an offer to sell, any security in any jurisdiction and participation in the Consent Solicitation by a Bondholder in any circumstances in which such participation is unlawful will not be accepted. In addition to the representations in respect of the solicitation and distribution restrictions in the Consent Solicitation Memorandum, each Bondholder participating in the Consent Solicitation will be deemed to represent that it is an Eligible Bondholder. Any Consent Instruction from a Bondholder that is unable to make these representations will not be accepted. Each of the Issuer, the Subsidiary Guarantors, the Company, the Sole Solicitation Agent, the Trustee, the Agents and the Information and Tabulation Agent reserves the right, in its absolute discretion, to investigate, in relation to any submission of Consent Instructions, whether any such representation given by a Bondholder is correct and, if such investigation is undertaken and as a result the Issuer determines (for any reason) that such representation is not correct, such Consent Instruction may be rejected.