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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)

INSIDE INFORMATION UPDATE ON THE RIGHTS ISSUE AND RESTRUCTURING

This announcement is made by the Company pursuant to Rules 13.09(2), 37.47(b), 37.47A and 37.47B 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).

Reference is made to (i) the prospectus of the Company dated 15 February 2024 (the “**Prospectus**”) in relation to the proposed Rights Issue on the basis of twelve (12) Rights Shares for every ten (10) Shares held on the Record Date, (ii) the explanatory statement (the “**Explanatory Statement**”) relating to the proposed scheme of arrangement between the Company and the Scheme Creditors (as defined therein) and (iii) the announcement of the Company dated 28 November 2023 in relation to, among other things, the notice of the results of the Scheme sanction hearings and the Scheme effective date (the “**Announcement**”). Unless otherwise defined herein, terms used in this announcement have the same meanings as in the Prospectus, the Explanatory Statement and the Announcement.

UPDATE ON THE IMPLEMENTATION OF THE RESTRUCTURING AND COMPLETION OF THE RIGHTS ISSUE

Further to the Announcement, the Company has been working towards satisfying the Restructuring Conditions, including taking steps to implement the internal restructuring of the Group's businesses in the PRC. As part of such internal restructuring, the Company is required to transfer Shanghai CRIC Information Technology Co. Ltd. ("**Shanghai CRIC**"), the entity holding the business and assets of CRIC Group, to TM Home such that following the Restructuring Effective Date, the Scheme Creditors will effectively hold a 65% in the Shanghai CRIC by virtue of its 65% ownership of TM Home.

As part of the process for the transfer of Shanghai CRIC, the Company has been in discussions with a PRC bank (i) to release Shanghai CRIC from certain guarantee obligations provided in favor of such bank and (ii) to replace such guarantee with alternative means of credit support. Such guarantee obligations were provided by Shanghai CRIC in connection with working capital loans extended by such PRC bank to the Company as part of a larger borrowing arrangement. As of the date of this announcement, approximately RMB436 million remains outstanding under such borrowing arrangement, of which approximately RMB200 million of such outstanding amount comprises the working capital loans guaranteed by Shanghai CRIC. The guarantee agreement between Shanghai CRIC and such PRC bank restricts Shanghai CRIC from, among other things, (i) selling, transferring or conveying all or substantially all of its material assets and (ii) permitting any change of ownership or shareholding structuring, in each case, without the prior written approval of the PRC bank. Unless (i) the PRC bank agrees to such transfer or waives the restrictions under the guarantee agreement in writing or (ii) the debt owed to the PRC bank is prepaid in full, the Company will be restricted from transferring Shanghai CRIC and the assets comprising the CRIC Group into TM Home as required under the terms of the Restructuring.

During the course of the discussions, the PRC bank had provided the Company with positive feedback and gave an indication that an agreement would be reached so as to allow the Company to complete the internal restructuring steps required to achieve the Restructuring Effective Date prior to the Longstop Date. However, the PRC bank recently informed the Company that it would not agree to the release of Shanghai CRIC's guarantee obligations. While the Company will employ its best efforts to reach a solution with the PRC bank, there is no assurance that the parties will reach an agreement, which in turn (i) will adversely affect the Company's ability to effect the necessary internal restructuring and transfer of Shanghai CRIC to TM Home, which would adversely affect the value of TM Home and (ii) may result in the Underwriting Agreement not being capable of becoming unconditional and in turn result in a termination of the Rights Issue.

The Company will take all necessary steps to resolve any outstanding issues with the PRC bank and prior to the Longstop Date of 31 March 2024 by when the Restructuring Effective Date is required to occur.

The Company is currently considering the impact on the Restructuring and the Rights Issue if agreement cannot be reached with the PRC bank.

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 Restructuring, the Schemes and the Rights Issue as and when appropriate.

WARNING OF THE RISKS OF DEALING IN THE SHARES AND THE RIGHTS SHARES

Shareholders and potential investors of the Company should note that the Rights Issue is conditional upon, among other things, the Underwriting Agreement having become unconditional and the Underwriter not having terminated the Underwriting Agreement in accordance with the terms thereof (a summary of which is set out in the section headed "Termination of the Underwriting Agreement" in the Prospectus). Accordingly, the Rights Issue may or may not proceed.

Any party who is in any doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional adviser(s). Any Shareholder or other person dealing in the Shares or in the nil-paid Rights Shares up to the date on which all the conditions to which the Rights Issue is subject are fulfilled (and the date on which the Underwriter's right of termination of the Underwriting Agreement ceases) will accordingly bear the risk that the Rights Issue may not become unconditional or may not proceed.

Shareholders and potential investors are advised to exercise caution when dealing in the Shares and the nil-paid Right Shares.

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

In respect of the Cayman Scheme or the HK Scheme:

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Scheme Website: <https://www.dfkingltd.com/e-house/>

Only in respect of the Cayman Scheme:

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+1 (345) 745 6708

Email: e-house@alvarezandmarsal.com

ANY BLOCKED SCHEME CREDITORS REQUIRING ASSISTANCE SHOULD CONTACT:

E-House (China) Enterprise Holding Limited

Email: ir@ehousechina.com

The CB Holder should direct any questions in relation to this Notice, the Explanatory Statement, the CB Holder Voting Form, the Schemes or the Restructuring to the Company at ir@ehousechina.com.

For Company Announcements regarding the Cayman Scheme or the HK Scheme, including those relevant for Blocked Scheme Creditors, and relevant documentation regarding the Cayman Scheme and the HK Scheme:

Company's Website: <https://ir.ehousechina.com/en/announcements-and-circulars/>

By order of the Board

E-House (China) Enterprise Holdings Limited

ZHOU Xin

Chairman

Hong Kong, 26 February 2024

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, Mr. Song Jiajun and Mr. Chen Daiping as non-executive Directors, and Mr. Zhang Bang, Mr. Zhu Hongchao, Mr. Wang Liqun and Mr. Li Jin as independent non-executive Directors.