

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

Neither this announcement nor any copy thereof may be released into or distributed directly or indirectly in the United States or any other jurisdiction where such release or distribution might be unlawful.

This announcement does not constitute an offer to sell or the solicitation of an offer to buy any securities in the United States or any other jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No securities may be offered or sold in the United States absent registration or an applicable exemption from the registration requirements. Any public offering of securities to be made in the United States will be made by means of a prospectus. Such prospectus will contain detailed information about the company making the offer, its management, as well as financial statements. The Company does not intend to make any public offering of securities in the United States.



SINO-OCEAN GROUP HOLDING LIMITED

遠洋集團控股有限公司

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

(Stock code: 03377)

Sino-Ocean Land Treasure Finance I Limited

遠洋地產寶財I有限公司

Sino-Ocean Land Treasure Finance II Limited

遠洋地產寶財II有限公司

Sino-Ocean Land Treasure III Limited

遠洋地產寶財III有限公司

Sino-Ocean Land Treasure IV Limited

遠洋地產寶財IV有限公司

(incorporated in the British Virgin Islands with limited liability)

(Debt stock codes: 5869, 5276, 5623, 40115, 40670, 40760, 5202)

PROGRESS OF OFFSHORE DEBT RESTRUCTURING

This announcement is made by Sino-Ocean Group Holding Limited (the “**Company**”) pursuant to Rule 13.09(2)(a) and Rule 37.47B(a) of 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).

References are made to the announcements (the “**Announcements**”) of the Company dated 18 July 2024 and 22 August 2024 in relation to the Restructuring. Unless otherwise defined, capitalized terms used in this announcement have the same meanings defined in the Announcements.

Sino-Ocean Group Holding Limited

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

Stock Code : 03377

The Company is pleased to announce that, as at the date of this announcement, holders representing over 75% of the Class A Debt have acceded to the RSA. The Company understands that many other creditors are supportive of the restructuring plan and are going through internal procedures for acceding to the RSA.

The Company would like to express its sincere gratitude for the support shown by the acceding creditors. The Restructuring provides fair and equitable treatment to all In-Scope Creditors based on their existing legal standing and inter-creditor legal priorities in repayment. As certain In-Scope Creditors are going through their internal approval process and would need additional time to complete the accession process, the Restructuring Companies hereby agree to a further extension of the Extended Base Consent Fee Deadline from 5:00 p.m. Hong Kong time on 10 September 2024 to 5:00 p.m. Hong Kong time on 24 September 2024 (the "**Further Extended Base Consent Fee Deadline**").

The Company values the support of each creditor and would like to sincerely encourage and invite the holders of the Existing Debt Instruments who have not signed the RSA to review the RSA as soon as possible and to accede to the RSA as an Additional Participating Creditor by delivering to the Information Agent a validly completed and executed Accession Letter and Participating Debt Notice via email to sinocean@glas.agency in respect of all of its Existing Debt Instruments (as applicable) no later than the Further Extended Base Consent Fee Deadline.

The Information Agent can be contacted for any questions regarding the process. Their details are as follows:

GLAS Specialist Services Limited

Transaction Website: https://glas.agency/investor_reporting/sino-ocean-group-holding/

Email: sinocean@glas.agency

Tel: +44 (0)20 3597 2940/+852 3704 2773/+65 6450 6395

Address: 55 Ludgate Hill Level 1 West, London, EC4M 7JW, United Kingdom

Attention: Katie Lacey

Holders of the Existing Debt Instruments who have validly acceded to the RSA at or prior to the Early Consent Fee Deadline (5:00 p.m. Hong Kong time on 8 August 2024) do not need to take any further action. Such accessions remain valid and irrevocable and will, subject to the terms of the RSA, be eligible to receive an Early Consent Fee in cash in an amount equal to 0.10% of the aggregate principal amount of the particular Eligible Participating Debt.

Holders of the Existing Debt Instruments who have validly acceded to the RSA at or prior to the Extended Base Consent Fee Deadline (5:00 p.m. Hong Kong time on 10 September 2024) do not need to take any further action. Such accessions remain valid and irrevocable and will, subject to the terms of the RSA, be eligible to receive a Base Consent Fee in cash in an amount equal to 0.05% of the aggregate principal amount of the particular Eligible Participating Debt.

Except for the modifications set forth above, all other terms and conditions of the RSA as set out in the Announcements shall remain unchanged. The Company will make further announcement(s) on the progress of the Restructuring as and when appropriate.

Holders of the Company's securities and potential investors of the Company are reminded to exercise caution when dealing in the securities of the Company. When in doubt, they are advised to seek professional advice from their own professional or financial advisors.

By order of the Board
Sino-Ocean Group Holding Limited
SUM Pui Ying
Company Secretary

Hong Kong, 10 September 2024

As at the date of this announcement, the board of directors of the Company comprises Mr. LI Ming, Mr. WANG Honghui, Mr. CUI Hongjie and Ms. CHAI Juan as executive directors; Mr. ZHAO Peng, Mr. ZHANG Zhongdang, Mr. YU Zhiqiang and Mr. SUN Jinfeng as non-executive directors; and Mr. HAN Xiaojing, Mr. LYU Hongbin, Mr. LIU Jingwei, Mr. JIANG Qi and Mr. CHEN Guogang as independent non-executive directors.

As at the date of this announcement, the board of directors of each of Sino-Ocean Land Treasure Finance I Limited, Sino-Ocean Land Treasure Finance II Limited, Sino-Ocean Land Treasure III Limited and Sino-Ocean Land Treasure IV Limited comprises Mr. LI Ming and Mr. YANG Leyu.