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朗诗绿色管理

LANDSEA GREEN MANAGEMENT

LANDSEA GREEN MANAGEMENT LIMITED

朗詩綠色管理有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 106)

(the “Company”)

INSIDE INFORMATION

RESULTS OF CONSENT SOLICITATION IN RELATION TO

10.75% SENIOR NOTES DUE 2024 (ISIN: XS2543125335, COMMON CODE: 254312533)

(THE “NOTES”)

This announcement is made by the Company pursuant to Rule 13.09(2)(a) 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 under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcement of the Company dated 30 September 2024, 18 October 2024 and 22 October 2024 (the “**Announcements**”) and the consent solicitation statement dated 30 September 2024 (the “**Original Consent Solicitation Statement**”), as amended and supplemented by a supplemental consent solicitation statement dated 22 October 2024 (the “**Supplemental Consent Solicitation Statement**”, and, together with the Original Consent Solicitation Statement, the “**Consent Solicitation Statement**”) in relation to the Consent Solicitation. Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Announcements and Consent Solicitation Statement.

RESULTS OF CONSENT SOLICITATION IN RELATION TO THE NOTES

The Company is pleased to announce that, as at 4:00 p.m., London Time on 18 December 2024 (the “**Extended Expiration Date**”), the Requisite Consents for the Notes have been obtained prior to the Extended Expiration Date.

The Company hereby announces that it has accepted the Consents from the Eligible Holders of the Notes and will execute the amended and restated indenture with respect to the Notes (the “**Amended and Restated Indenture**”) giving effect to the Proposed Amendments and Waivers on 23 December 2024 (the “**Effective Date**”) as described in the Consent Solicitation Statement.

The Company would like to express its gratitude to the Eligible Holders of all the Notes who supported the Consent Solicitation. Successful consummation of the Consent Solicitation in respect of the Notes enables us to extend our debt maturity profile, strengthen our balance sheet and improve our cash flow management. The Company would also like to thank the Eligible Holders for their confidence in the Company.

Since the Requisite Consents in respect of the Notes were received prior to the Extended Expiration Date, once the Amended and Restated Indenture has been duly executed, the Proposed Amendments and Waivers will be effective and binding on all holders of the Notes, including non-consenting holders.

The results of the Consent Solicitation are published on the websites of the Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk, the Singapore Exchange Securities Trading Limited at www.sgx.com and the Information and Tabulation Agent at <https://clients.dfkingltd.com/landsea>.

FURTHER DETAILS

For further discussion of the Proposed Amendments and Waivers, the implications of or other detailed information about the Consent Solicitation, please refer to the Announcements and the Consent Solicitation Statement.

An Eligible Holder (or a beneficial owner that is not an Eligible Holder) may contact the Information and Tabulation Agent for the Consent Solicitation and all documentation relating to the Consent Solicitation and any updates will be available from the Information and Tabulation Agent (email: landsea@dfkingltd.com or at the following website: <https://clients.dfkingltd.com/landsea> or telephone: +852 3953 7208 (Hong Kong)/+44 20 7920 9700 (London, United Kingdom)) or his/her/its broker, dealer, bank, trust company or other nominee for assistance concerning the Consent Solicitation.

GENERAL

This announcement is not a solicitation of consent with respect to the Notes. The Consent Solicitation is being made solely pursuant to the Consent Solicitation Statement and related documents, which set forth in detail the terms of the Consent Solicitation. Holders should not rely solely on this announcement. All statements contained herein are qualified by the Consent Solicitation Statement.

The distribution of this announcement in certain jurisdictions may be restricted by law. Persons into whose possession of this announcement comes are required to inform themselves about, and to observe, any such restrictions. Forward-looking statements in this announcement, including, among others, statements relating to the Consent Solicitation are based on current expectations. These statements are not guarantees of future events or results. Future events and results involve risks, uncertainties and assumptions and are difficult to predict with any precision. Actual events and results could vary materially from the description contained herein due to many factors including changes in the market and price for the Notes, changes in the business and financial condition of the Group, changes in the real estate or infrastructure industries and changes in the financial and capital markets in general.

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

By Order of the Board
Landsea Green Management Limited
Gao Yuan
Company Secretary

Hong Kong, 19 December 2024

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Tian Ming and Mr. Huang Zheng, one non-executive Director, namely Ms. Gu Jing, and three independent non-executive Directors, namely Mr. Chen Tai-yuan, Mr. Rui Meng and Mr. Xie Cilog.