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新城发展

**SEAZEN GROUP LIMITED**

**新城發展控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1030)**

**PROPOSED ISSUE OF USD DENOMINATED SENIOR NOTES**

The Company proposes to conduct an international offering of USD denominated senior notes and will commence a series of presentations to institutional investors.

The pricing of the Notes, including the aggregate principal amount, the Offer Price and the interest rate, will be determined through a book building exercise to be conducted by Guotai Junan Securities (Hong Kong) Limited, Haitong International Securities Company Limited, Citigroup Global Markets Limited, CLSA Limited, CMB International Capital Limited, China CITIC Bank International Limited, SunRiver International Securities Group Limited, DBS Bank Ltd. and Dragonstone Capital Management Limited as the joint global coordinators, joint bookrunners and joint lead managers of the Proposed Notes Issue. Upon finalising the terms of the Notes, it is expected that the Company, Guotai Junan Securities (Hong Kong) Limited, Haitong International Securities Company Limited, Citigroup Global Markets Limited, CLSA Limited, CMB International Capital Limited, China CITIC Bank International Limited, SunRiver International Securities Group Limited, DBS Bank Ltd. and Dragonstone Capital Management Limited will enter into the Purchase Agreement.

The Company intends to use the proceeds of the Proposed Notes Issue to fund the Concurrent Offers to Purchase.

Application has been made to the SGX-ST for the listing and quotation of the Notes on the SGX-ST. Approval in-principle from, admission to the Official List of, and the listing and quotation of the Notes on, the SGX-ST are not to be taken as an indication of the merits of the Company or the Notes. The SGX-ST assumes no responsibility for the contents of this announcement. No listing of the Notes has been sought in Hong Kong.

**As no binding agreement in relation to the Proposed Notes Issue has been entered into as at the date of this announcement, the Proposed Notes Issue may or may not materialize. Investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company. A further announcement in respect of the Proposed Notes Issue will be made by the Company should the Purchase Agreement be signed.**

## THE PROPOSED NOTES ISSUE

### Introduction

The Company proposes to conduct an international offering of USD denominated senior notes and will commence a series of presentations to institutional investors.

The pricing of the Notes, including the aggregate principal amount, the Offer Price and the interest rate, will be determined through a book building exercise to be conducted by Guotai Junan Securities (Hong Kong) Limited, Haitong International Securities Company Limited, Citigroup Global Markets Limited, CLSA Limited, CMB International Capital Limited, China CITIC Bank International Limited, SunRiver International Securities Group Limited, DBS Bank Ltd. and Dragonstone Capital Management Limited as the joint global coordinators, joint bookrunners and joint lead managers of the Proposed Notes Issue. As at the date of this announcement, the terms and conditions of the Proposed Notes Issue are still being determined. Upon finalising the terms of the Notes, it is expected that the Company, Guotai Junan Securities (Hong Kong) Limited, Haitong International Securities Company Limited, Citigroup Global Markets Limited, CLSA Limited, CMB International Capital Limited, China CITIC Bank International Limited, SunRiver International Securities Group Limited, DBS Bank Ltd. and Dragonstone Capital Management Limited will enter into the Purchase Agreement, pursuant to which Guotai Junan Securities (Hong Kong) Limited, Haitong International Securities Company Limited, Citigroup Global Markets Limited, CLSA Limited, CMB International Capital Limited, China CITIC Bank International Limited, SunRiver International Securities Group Limited, DBS Bank Ltd. and Dragonstone Capital Management Limited will be the initial purchasers of the Notes. The Company will make a further announcement in respect of the Proposed Notes Issue upon the execution of the Purchase Agreement.

No PRIIPs key information document (KID) has been prepared as distribution to retail is prohibited in the European Economic Area.

No PRIIPs key information document (KID) has been prepared as not available to retail in the United Kingdom.

The Notes have not been, and will not be, registered under the U.S. Securities Act. The Notes will only be offered outside the United States in compliance with Regulation S under the U.S. Securities Act. None of the Notes will be offered to the public in Hong Kong.

### **Reasons for the Proposed Notes Issue**

The Company intends to use the nets proceeds from the Proposed Notes Issue to fund the Concurrent Offers to Purchase.

### **Listing and rating**

Application has been made to the SGX-ST for the listing and quotation of the Notes on the Official List of the SGX-ST. Approval in-principle from, admission of the Notes to the Official List of, and the listing and quotation of the Notes on, the SGX-ST are not to be taken as an indication of the merits of the Company or the Notes. The SGX-ST assumes no responsibility for the contents of this announcement. No listing of the Notes has been sought in Hong Kong.

The Notes are expected to be rated B- by Standard & Poor's Rating Services. A credit rating is not a recommendation to buy, sell or hold securities and maybe subject to revision, suspension or withdrawal at any time by the relevant rating organisation.

## GENERAL

**As no binding agreement in relation to the Proposed Notes Issue has been entered into as at the date of this announcement, the Proposed Notes Issue may or may not materialize. Investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company. A further announcement in respect of the Proposed Notes Issue will be made by the Company should the Purchase Agreement be signed.**

## DEFINITIONS

In this announcement, the following expressions shall have the meanings set out below unless the context requires otherwise:

“Board”	the board of Directors
“Company”	Seazen Group Limited, an exempted company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the main board of the Stock Exchange
“Concurrent Offers to Purchase”	the concurrent offer to purchase that the Company commenced on 12 June 2025 to purchase for cash outstanding July 2025 Notes and the concurrent offer to purchase that the October 2025 Notes Issuer commenced on 12 June 2025 to purchase for cash outstanding October 2025 Notes
“Directors”	the directors of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“July 2025 Notes”	4.45% Senior Notes due 2025 (ISIN: XS2281036249) which were issued by the Company on January 13, 2021
“Notes”	the USD senior notes proposed to be issued by the Company subject to the terms and conditions of the Purchase Agreement
“October 2025 Issuer”	New Metro Global Limited (新城環球有限公司), a company incorporated in the British Virgin Islands with limited liability and a subsidiary of the Company
“October 2025 Notes”	4.625% Guaranteed Senior Notes due 2025 (ISIN: XS2353272284) which were issued by the October 2025 Notes Issuer on July 15, 2021

“Offer Price”	the final price at which the Notes will be sold
“PRC” or “China”	the People’s Republic of China, excluding Hong Kong, the Macau Special Administrative Region of the People’s Republic of China and Taiwan for the purpose of this announcement
“Proposed Notes Issue”	the proposed issue of the Notes by the Company
“Purchase Agreement”	the agreement proposed to be entered into by and among the Company, Guotai Junan Securities (Hong Kong) Limited, Haitong International Securities Company Limited, Citigroup Global Markets Limited, CLSA Limited, CMB International Capital Limited, China CITIC Bank International Limited, SunRiver International Securities Group Limited, DBS Bank Ltd. and Dragonstone Capital Management Limited in relation to the Proposed Notes Issue
“SGX-ST”	Singapore Exchange Securities Trading Limited
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“United States”	the United States of America
“USD” or “US\$”	United States dollar(s)
“U.S. Securities Act”	the United States Securities Act of 1933, as amended

By Order of the Board  
**Seazen Group Limited**  
**Wang Xiaosong**  
*Chairman*

Hong Kong, 12 June 2025

*As at the date of this announcement, the Directors are Mr. Lv Xiaoping, Mr. Lu Zhongming and Mr. Zhou Fudong as executive Directors, Mr. Wang Xiaosong as non-executive Director, and Mr. Zhu Zengjin, Mr. Zhong Wei and Ms. Wu Ke as independent non-executive Directors.*