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華潤置地有限公司
China Resources Land Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1109)

Announcement pursuant to Rule 13.18 of the Listing Rules

This announcement is made pursuant to Rule 13.18 of the Listing Rules with respect to the Facility Agreement entered into between the Borrower as borrower, the Company and CRH as guarantors, the PropCo, certain banks and financial institutions as lenders, certain banks and financial institutions as mandated lead arrangers and bookrunners, certain banks and financial institutions as mandated lead arrangers, the Facility Agent and the Security Agent (each capitalized term as defined below). The Facility Agreement imposes, among other things, specific performance obligations on CRH.

This announcement is made by China Resources Land Limited (the “**Company**”) pursuant to Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

TERM LOAN FACILITY AGREEMENT

On 20 June 2025, Champ Rider Limited (a company in which the PropCo beneficially owns 100% of its entire issued share capital) as borrower (the “**Borrower**”), the Company and China Resources (Holdings) Company Limited (“**CRH**”) as guarantors and Dragon Rider Development Limited (a company in which the Company beneficially owns 45% of its entire issued share capital) (“**PropCo**”) entered into a facility agreement (the “**Facility Agreement**”) for term loan facilities up to HKD8,643,500,000 (the “**Loan Facilities**”) with certain banks and financial institutions as lenders, certain banks and financial institutions as mandated lead arrangers and bookrunners, certain banks and financial institutions as mandated lead arrangers, a bank as facility agent (the “**Facility Agent**”) and a bank as security agent (the “**Security Agent**”). The maturity date of the Loan Facilities is the date falling 12 months after the first advance date under the Facility Agreement.

SPECIFIC PERFORMANCE OBLIGATIONS ON CRH

Pursuant to the Facility Agreement, it shall be an event of default if any of the following takes place:-

- (i) CRH ceases to own and hold, whether directly or indirectly, the beneficial title of 55% of

- the entire issued share capital of the PropCo and the Borrower, respectively;
- (ii) CRH ceases to maintain control over the PropCo and the Borrower, respectively, in which control (“**Control**”) shall mean the power (whether by way of ownership of shares, proxy, contract, agency or otherwise) to:
 - (a) cast, or control the casting of, more than 50% of the maximum number of votes of that might be cast at a general meeting of that company or corporation;
 - (b) appoint or remove all, or the majority, of the directors or other equivalent officers of that company or corporation; or
 - (c) give directions with respect to the operating and financial policies of that company or corporation with which the directors or other equivalent officers of that company or corporation are obliged to comply;
 - (iii) CRH ceases to be the single largest shareholder, whether directly or indirectly, of the Company;
 - (iv) CRH ceases to own and hold, whether directly or indirectly, the beneficial title of at least 35% of all the issued share capital of the Company; or
 - (v) CRH ceases to maintain Control over the Company.

As at the date of this announcement, CRH is the controlling shareholder of the Company, and CRH is beneficially interested in approximately 59.55% of the issued share capital of the Company, and beneficially interested directly in 55% of the issued share capital of PropCo and indirectly in 55% of the issued share capital of the Borrower.

Pursuant to the Facility Agreement, it shall also be an event of default if the State-owned Assets Supervision and Administration Commission of the State Council of the People’s Republic of China (including its successors and local counterparts) ceases to own and hold, whether directly or indirectly, more than 50% of the entire issued share capital of CRH.

At any time after the occurrence of an event of default under the Facility Agreement which is continuing, the Facility Agent may and shall, if instructed by the majority lenders, by notice in writing to the Borrower (i) cancel the total commitment under the Facility Agreement; (ii) declare all or any part of the loans under the Facility Agreement together with interest accrued thereon and all other sums payable by the obligors under the finance documents to be immediately due and payable; and/or (iii) instruct, exercise or direct the Security Agent to enforce all or any of the security documents and/or preserve the security interests constituted by any security documents and/or exercise any right, power, discretion and remedy available to the Security Agent thereunder.

Continuing disclosure pursuant to Rule 13.21 of the Listing Rules will also be made in subsequent interim and annual reports of the Company for as long as the circumstances giving rise to the obligation under Rule 13.18 of the Listing Rules continue to exist.

By Order of the Board
China Resources Land Limited
Li Xin
Chairman

PRC, 20 June 2025

As at the date of this announcement, the executive directors of the Company are Mr. Li Xin, Mr. Xu Rong, Mr. Zhang Dawei, Mr. Guo Shiqing and Mr. Chen Wei; the non-executive directors of the Company are Mr. Huang Ting and Mr. Wei Chenglin; and the independent non-executive directors of the Company are Mr. Zhong Wei, Mr. Sun Zhe, Mr. Frank Chan Fan, Mr. Leong Kwok-kuen, Lincoln and Ms. Qin Hong.