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seazen

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)

(the “Company”)

(Stock Code: 1030)

**OFFER TO PURCHASE BY THE COMPANY FOR CASH OF
ITS OUTSTANDING 4.45% SENIOR NOTES DUE 2025
(ISIN: XS2281036249; COMMON CODE: 228103624)
(THE “JULY 2025 NOTES”)**

OVERSEAS REGULATORY ANNOUNCEMENT

This overseas regulatory announcement is issued pursuant to Rule 13.10B of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Reference is made to the attached announcement of the Company dated June 25, 2025 in relation to the offer to purchase for cash of the July 2025 Notes (the “**Announcement**”). All capitalised terms used herein shall have the same meanings as defined in the Announcement, unless otherwise defined.

The posting of the Announcement on the website of the Stock Exchange is only for the purpose of facilitating equal dissemination of information to investors in Hong Kong and compliance with Rule 13.10B of the Listing Rules, and not for any other purposes.

The Announcement does not constitute a prospectus, notice, circular, brochure or advertisement offering to sell any securities to the public in any jurisdiction, nor is it an invitation to the public to make offers to subscribe for or purchase any securities, nor is it calculated to invite offers by the public to subscribe for or purchase any securities.

The Announcement must not be regarded as an inducement to subscribe for or purchase any securities of the Company, and no such inducement is intended. No investment decision should be based on the information contained in the Announcement.

By Order of the Board
Seazen Group Limited
Wang Xiaosong
Chairman

Hong Kong, June 25, 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.

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 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, management, as well as financial statements. No public offer of securities is to be made by the Company in the United States.

THIS ANNOUNCEMENT IS NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN OR INTO THE UNITED STATES OR TO U.S. PERSONS OR TO ANY PERSON LOCATED OR RESIDENT IN THE UNITED STATES OR IN OR INTO ANY JURISDICTION WHERE IT IS UNLAWFUL TO RELEASE, PUBLISH OR DISTRIBUTE THIS DOCUMENT.

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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)

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**RESULTS OF THE COMPANY’S OFFER TO PURCHASE FOR CASH OF
ITS OUTSTANDING 4.45% SENIOR NOTES DUE 2025
(ISIN: XS2281036249; COMMON CODE: 228103624)
(THE “JULY 2025 NOTES”)**

References are made to the announcement of the Company dated June 12, 2025 (the “**Announcement**”) regarding the July 2025 Offer. Capitalized terms used and not otherwise defined in this announcement have the meanings given in the Announcement.

The Company today announced the results of the July 2025 Offer. The July 2025 Offer was being made pursuant to the July 2025 Offer to Purchase.

The July 2025 Offer expired at 4:00 p.m. (London Time) on June 24, 2025 (the “**Expiration Deadline**”). As of the Expiration Deadline, a total of US\$158,864,000 in aggregate principal amount of the July 2025 Notes has been validly tendered pursuant to the July 2025 Offer.

The Company is pleased to announce that it will accept all July 2025 Notes tendered pursuant to the July 2025 Offer.

The Company will accept US\$158,864,000 aggregate principal amount of the July 2025 Notes for purchase, and the Accrued Interest on the July 2025 Notes is US\$20.27 per US\$1,000 principal amount of outstanding July 2025 Notes.

The payment for the July 2025 Notes accepted for purchase and the Accrued Interest Payment in respect of the July 2025 Notes accepted for purchase are expected to be made on or about June 27, 2025. Following the cancellation of the July 2025 Notes accepted for purchase, the outstanding principal amount of the July 2025 Notes will be US\$141,136,000.

For a detailed statement of the terms and conditions of the July 2025 Offer, Eligible Holders should refer to the July 2025 Offer to Purchase. The July 2025 Offer to Purchase is made available to Eligible Holders by Kroll Issuer Services Limited, the Information and Tender Agent for the July 2025 Offer via the Offer Website: <https://deals.is.kroll.com/seazen>. The Company has engaged Guotai Junan Securities (Hong Kong) Limited, Haitong International Securities Company Limited, Citigroup Global Markets Limited and CLSA Limited as dealer managers for the July 2025 Offer. Requests for copies of the July 2025 Offer to Purchase and its related documents and questions regarding the July 2025 Offer may be directed to the Information and Tender Agent by telephone to: +852 2281 0114 (Hong Kong)/+44 20 7704 0880 (London) or by email to: seazen@is.kroll.com.

The distribution of this announcement in certain jurisdictions may be restricted by law. Persons into whose possession this announcement comes are required to inform themselves about, and to observe, any such restrictions.

By Order of the Board
Seazen Group Limited
Wang Xiaosong
Chairman

Hong Kong, June 25, 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.