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.

中國海外宏洋集團有限公司
CHINA OVERSEAS GRAND OCEANS GROUP LTD.

(incorporated in Hong Kong with limited liability)
(Stock Code: 81)

DISCLOSURE PURSUANT TO RULE 13.18 OF THE LISTING RULES

This announcement is made by China Overseas Grand Oceans Group 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**").

On 25 August 2025, the Company entered into a facility agreement (the "**Facility Agreement**") with various banks (the "**Lenders**") for up to RMB3,000,000,000 equivalent HK$ and RMB term loan facilities (with incremental facilities) (the "**Facilities**"). The term of the Facilities is 36 months commencing from the first utilisation date under the Facilities.

Pursuant to the Facility Agreement, the Company has undertaken to ensure that China Overseas Land & Investment Limited ("**COLI**") (i) remains the single largest shareholder of the Company and holds at least 30% of the issued share capital of the Company; and (ii) is able to nominate or have nominated not less than two-third of the executive directors and non-executive directors of the Company throughout the term of the Facilities, otherwise the Facilities shall be cancelled and all outstanding amounts (including principal, accrued interest and all other amounts accrued) owing by the Company to the Lenders under the Facility Agreement shall become immediately due and payable.

As at the date of this announcement, COLI owns approximately 39.63% of the issued share capital of the Company.

The Company will make continuing disclosure in its subsequent interim and annual reports pursuant to the requirements of Rule 13.21 of the Listing Rules so long as the abovementioned obligations continue to exist.

By Order of the Board
China Overseas Grand Oceans Group Limited
Zhuang Yong
Chairman and Executive Director

Hong Kong, 25 August 2025

As at the date of this announcement, the Board comprises eight directors, of which three are executive directors, namely Mr. Zhuang Yong, Mr. Yang Lin and Mr. Zhou Hancheng; two are non-executive directors, namely Mr. Billy Yung Kwok Kee and Ms. Liu Ping; and three are independent non-executive directors, namely Dr. Timpson Chung Shui Ming, Mr. Jeffrey Lam Kin Fung and Mr. Andrew Fan Chun Wah.