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COUNTRY GARDEN HOLDINGS COMPANY LIMITED

碧桂園控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2007)

UPDATE ON THE OFFSHORE DEBT RESTRUCTURING SUPPLEMENT TO THE EXPLANATORY STATEMENT

This announcement is made by Country Garden Holdings Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) on a voluntary basis.

Reference is made to the announcements of the Company dated 10 October 2023, 16 January 2024, 7 April 2024, 27 June 2024, 30 September 2024, 9 January 2025, 11 April 2025, 9 May 2025, 23 May 2025, 6 June 2025, 18 August 2025 and 13 October 2025 (together, the “**Announcements**”). Capitalised terms used in this announcement shall have the same meanings as ascribed to them in the Announcements unless otherwise stated or the context otherwise requires.

SUPPLEMENT TO THE EXPLANATORY STATEMENT

The Company has issued a supplement (the “**Supplement**”) to the Explanatory Statement issued by the Company and dated 13 October 2025. The Supplement is available for download at the Transaction Website (<https://projects.sodali.com/countrygarden>), subject to eligibility confirmation and registration.

SCHEME MEETINGS AND CONSENT SOLICITATION

The timings and venue of the Scheme Meetings remain unchanged. The Scheme Meeting (Class 1) will be convened at 6:00 p.m. Hong Kong time on 5 November 2025 and the Scheme Meeting (Class 2) will be convened at 8:00 p.m. Hong Kong time on 5 November 2025, each to be held at the offices of Linklaters at 11th Floor, Alexandra House, Chater Road, Hong Kong. The Scheme Meetings are subject to any adjournment as may be appropriate (in which case any changes in arrangements relating to the Scheme Meetings shall be communicated to the Scheme Creditors in advance of the Scheme Meetings).

The timings and venue of the meetings with respect to the Existing HKD Convertible Bonds Consent Solicitation (as defined in the Scheme) also remain unchanged. The 2023 Convertible Bonds Consent Solicitation Meeting will be conducted at 5:00 p.m. Hong Kong time on 5 November 2025 and the 2026 Convertible Bonds Consent Solicitation Meeting will be conducted at 5:30 p.m. Hong Kong time on 5 November 2025, each to be held at the offices of Linklaters at 11th Floor, Alexandra House, Chater Road, Hong Kong.

NO FURTHER ACTION IS NEEDED FOR SCHEME CREDITORS THAT DO NOT INTEND TO MAKE CHANGES TO THEIR SUBMITTED FORMS

Account Holder Letters (and Custody Instructions), Lender Proxy Forms and Blocked Scheme Creditor Forms (as applicable) (each as defined in the Scheme) that have been validly submitted will remain valid. Scheme Creditors who have submitted a validly completed Account Holder Letter (and Custody Instruction), Lender Proxy Form or Blocked Scheme Creditor Form (as applicable) are not required to resubmit the relevant form, in any case before the Voting Instruction Deadline (as defined in the Scheme, which remains unchanged at 5:00 p.m. Hong Kong time on 31 October 2025), respectively, as a result of the supplements set out in the Supplement unless they wish to make changes and adjust the information submitted in the relevant form, including changing their voting instructions and/or elections under the Scheme as a result of the additional information provided in the Supplement.

NO FURTHER ACTION IS NEEDED FOR HOLDERS OF THE EXISTING HKD CONVERTIBLE BONDS THAT DO NOT INTEND TO MAKE CHANGES TO THEIR SUBMITTED CONSENT INSTRUCTIONS

Consent Instructions (as defined in the Consent Solicitation Memorandum) that have been validly submitted with respect to the Existing HKD Convertible Bonds Consent Solicitation will remain valid. Holders of the Existing HKD Convertible Bonds (as defined in the Scheme) who have delivered, or arranged to have delivered on their behalf, a valid Consent Instruction are not required to resubmit their Consent Instructions, in any case before 5:00 p.m. Hong Kong time on 31 October 2025, respectively, as a result of the supplements set out in the Supplement unless they wish to make changes and adjust the information submitted as a result of the additional information provided in the Supplement.

CONTACT DETAILS

The Information Agent and the Information and Tabulation Agent

Sodali & Co Ltd. (“**Sodali**”), as the Information Agent in relation to the Scheme and the Information and Tabulation Agent (as defined in the Consent Solicitation Memorandum) in relation to the Existing HKD Convertible Bonds Consent Solicitation, is available to answer any queries as regards the Proposed Restructuring. Any Scheme Creditor and/or holder of the Existing HKD Convertible Bonds that is unable to access information and documents regarding the Scheme and/or the Existing HKD Convertible Bonds Consent Solicitation through the Transaction Website, the Scheme Portal (as defined in the Scheme) (<https://portal.sodali.com/countrygarden>) or the Consent Website (as defined in the Consent Solicitation Memorandum) should contact Sodali. Sodali can be contacted using the below details:

In Hong Kong: Room 1401, 90 Connaught Road Central, Sheung Wan, Hong Kong
In London: 122 Leadenhall St, EC3V 4AB, City of London, United Kingdom
Tel: +852 2319 4859 (Hong Kong) or +44 20 7382 0359 (London)
Email: countrygarden@investor.sodali.com

Request for information

Any requests for information on the Proposed Restructuring can be directed to (i) the Company's financial advisors and legal advisor; (ii) the AHG's financial advisor and legal advisor; or (iii) the CoCom's financial advisor and legal advisor (see contact details below):

Financial Advisors to the Company

Houlihan Lokey (China) Limited

Address: 1903–1907, Two International Finance Centre, 8 Finance Street,
Central, Hong Kong

Email: CountryGarden2025@hl.com

China International Capital Corporation Hong Kong Securities Limited

Address: 29th Floor, One International Finance Centre, 1 Harbour View Street,
Central, Hong Kong

Email: cogard2025@cicc.com.cn

Legal Advisor to the Company

Linklaters

Address: 11th Floor, Alexandra House, Chater Road, Hong Kong SAR

Email: dlcogard@linklaters.com

Financial Advisor to the AHG

PJT Partners (HK) Limited

Address: Suite 3609–11, Two International Finance Centre, No. 8 Finance Street,
Central, Hong Kong

Email: ProjectCovent@pjtpartners.com

Legal Advisor to the AHG

Kirkland & Ellis

Address: 26th Floor, Gloucester Tower, The Landmark, 15 Queen's Road Central,
Hong Kong

Email: projectcovent@kirkland.com

Financial Advisor to the CoCom

Deloitte Advisory (Hong Kong) Limited

Address: 35/F., One Pacific Place, 88 Queensway, Hong Kong

Email: ProjectCoGard@deloitte.com.hk

Legal Advisor to the CoCom

Allen Overy Shearman Sterling

Address: 9th Floor, Three Exchange Square, Central, Hong Kong

Email: projectemeraldao@aoshearman.com

GENERAL

The Company will make further announcement(s) to provide further updates in respect of the Proposed Restructuring, including the Scheme and the Existing HKD Convertible Bonds Consent Solicitation, as and when appropriate in accordance with the requirements of the Listing Rules, the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and/or applicable laws, rules and regulations.

The implementation of the Proposed Restructuring will be subject to many factors outside of the control of the Company, and there is no assurance that the Proposed Restructuring will be successfully implemented at all or before the end of 2025. Shareholders, holders of securities and other investors of the Company are (i) advised not to rely solely on the information contained in this announcement and (ii) reminded to consider the related risks and exercise caution when dealing in the shares and other securities of the Company. When in doubt, the shareholders, holders of other securities and other investors of the Company are advised to seek professional advice from their own professional or financial advisors.

By order of the Board
Country Garden Holdings Company Limited
MO Bin
President and Executive Director

Hong Kong, 30 October 2025

As of the date of this announcement, the executive Directors are Ms. YANG Huiyan (Chairman), Mr. MO Bin (President), Ms. YANG Ziyang, Dr. CHENG Guangyu and Ms. WU Bijun. The non-executive Director is Mr. CHEN Chong. The independent non-executive Directors are Dr. HAN Qinchun, Mr. WANG Zhijian and Mr. TUO Tuo.