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China Jinmao Holdings Group Limited
中國金茂控股集團有限公司

(Incorporated in Hong Kong with limited liability)
(Stock code: 00817)

ANNOUNCEMENT
DISCLOSEABLE TRANSACTION
PROVISION OF LOANS

PROVISION OF LOANS

The Board hereby announces that on 16 April 2026, Chengdu Quanmao, an indirect non-wholly-owned subsidiary of the Company, entered into the Framework Agreement with its shareholders, namely Beijing Yicheng and Chengdu Jingkai, pursuant to which Chengdu Quanmao agreed to provide loans to Beijing Yicheng and Chengdu Jingkai (or their respective designated entities) in proportion to their respective shareholding ratio and on the same terms and conditions.

LISTING RULES IMPLICATIONS

Beijing Yicheng is a wholly-owned subsidiary of the Company. Chengdu Quanmao is held by Beijing Yicheng and Chengdu Jingkai as to equity interests of 51% and 49% respectively, and is an indirect non-wholly-owned subsidiary of the Company. Although Chengdu Jingkai is a substantial shareholder of Chengdu Quanmao, it is not a connected person of the Company as Chengdu Quanmao constitutes an insignificant subsidiary of the Company under Rule 14A.09 of the Listing Rules. Accordingly, the Transaction does not constitute a connected transaction of the Company under Chapter 14A of the Listing Rules.

As one or more of the applicable percentage ratios in respect of the maximum daily balance (including accrued interests) of the loans provided by Chengdu Quanmao to Chengdu Jingkai under the Framework Agreement are more than 5% but less than 25%, accordingly, the Transaction constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

BACKGROUND

The Board hereby announces that on 16 April 2026, Chengdu Quanmao, an indirect non-wholly-owned subsidiary of the Company, entered into the Framework Agreement with its shareholders, namely Beijing Yicheng and Chengdu Jingkai, pursuant to which Chengdu Quanmao agreed to provide loans to Beijing Yicheng and Chengdu Jingkai (or their respective designated entities) in proportion to their respective shareholding ratio and on the same terms and conditions.

MAJOR TERMS OF THE FRAMEWORK AGREEMENT

Date

16 April 2026

Parties

Lender: Chengdu Quanmao

Borrowers: Beijing Yicheng and Chengdu Jingkai

Provision of Loans

Chengdu Quanmao is held by Beijing Yicheng and Chengdu Jingkai as to equity interests of 51% and 49%, respectively. Pursuant to the Framework Agreement and upon mutual agreement between the parties, Chengdu Quanmao shall provide loans to Beijing Yicheng and Chengdu Jingkai (or their respective designated entities). The amount of loans provided by Chengdu Quanmao to Beijing Yicheng and Chengdu Jingkai shall be in proportion to their respective shareholding ratio in Chengdu Quanmao, and other terms and conditions of the loan transactions shall also be the same. The parties shall enter into specific loan agreements separately in accordance with the terms and conditions set out in the Framework Agreement.

Interest Rate of Loans

The effective interest rate of each loan under the Framework Agreement shall be determined by reference to the latest same-term loan prime rate (LPR) as published by the National Interbank Funding Center, subject to a floating range of 50% higher or lower than such rate.

Repayment of Loans and Payment of Interests

In principle, interest on loans shall be repaid in a lump sum along with the corresponding loan principal. The parties shall set out in detail the amount, interest rate, interest payment method and loan repayment term in the loan agreements to be separately entered into by the parties. To maintain its normal operation and depending on its financial needs, Chengdu Quanmao is entitled to request for early repayment of the principal and interest of the loans by its shareholders (or their respective designated loan recipients) in proportion to their respective shareholding ratio in Chengdu Quanmao.

Offsetting Right

If Chengdu Quanmao is unable to recover the loans provided by itself pursuant to the Framework Agreement or any interests accrued thereon due to any reason caused by Beijing Yicheng and Chengdu Jingkai (or their respective designated loan recipients), Chengdu Quanmao shall be entitled to offset such amounts payable by Beijing Yicheng and Chengdu Jingkai to Chengdu Quanmao against any amounts payable by Chengdu Quanmao to such parties.

Term

The Framework Agreement shall be in effect for a term of three years commencing from 16 April 2026. The terms of the loan agreements to be separately entered into by the parties shall not exceed the term of the Framework Agreement.

Cap Amount

It is expected that during the term of the Framework Agreement, the maximum daily balance (including accrued interests) of the loans provided by Chengdu Quanmao to Chengdu Jingkai will be RMB1,568 million.

In calculating such cap amount, the Directors have taken into account the progress of Chengdu Quanmao's development projects, cash balance and planned sales volume during the term of the Framework Agreement, its profit distribution plan, and Chengdu Quanmao has retained sufficient working capital for the purpose of its property projects for at least the coming three months. In addition, the Directors have also considered the fund management strategies as well as the development and financial needs of the Group during the term of the Framework Agreement.

REASONS FOR AND BENEFITS OF THE TRANSACTION

In view of the satisfactory sales and sufficient sales proceeds received by Chengdu Quanmao, the Directors are of the opinion that the provision of loans by Chengdu Quanmao to its shareholders can reduce the level of its idle cash and meet the development and financial needs of the Group in other development projects through fully utilising its funding, promoting reasonable allocation of resources and increasing its funding utilisation rate. The amount of loans provided by Chengdu Quanmao to Beijing Yicheng and Chengdu Jingkai (or their respective designated entities) will be in proportion to their respective shareholding ratio in Chengdu Quanmao, and other terms and conditions of the loan transactions will also be the same.

In order to ensure that the terms and conditions of the loans will be equally applied to Beijing Yicheng and Chengdu Jingkai, the finance capital department of the Company, together with Chengdu Quanmao, shall determine the amount and term of the loans provided by Chengdu Quanmao based on its financial position, following which, the specific loan agreements to be entered into between Chengdu Quanmao and the parties shall be submitted to the audit and legal department of the Company to ensure that such agreements shall be entered into pursuant to the Framework Agreement.

The Directors consider that the Transaction is entered into by the Group in its ordinary course of business and on normal commercial terms, which is fair and reasonable and in the interests of the Company and its shareholders as a whole.

LISTING RULES IMPLICATIONS

Beijing Yicheng is a wholly-owned subsidiary of the Company. Chengdu Quanmao is held by Beijing Yicheng and Chengdu Jingkai as to equity interests of 51% and 49% respectively, and is an indirect non-wholly-owned subsidiary of the Company. Although Chengdu Jingkai is a substantial shareholder of Chengdu Quanmao, it is not a connected person of the Company as Chengdu Quanmao constitutes an insignificant subsidiary of the Company under Rule 14A.09 of the Listing Rules. Accordingly, the Transaction does not constitute a connected transaction of the Company under Chapter 14A of the Listing Rules.

As one or more of the applicable percentage ratios in respect of the maximum daily balance (including accrued interests) of the loans provided by Chengdu Quanmao to Chengdu Jingkai under the Framework Agreement are more than 5% but less than 25%, accordingly, the Transaction constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

INFORMATION REGARDING THE PARTIES

The Company is a large-scale developer and operator of quality real estate projects in the PRC and the platform enterprise of Sinochem Holdings Corporation Ltd. (中國中化控股有限責任公司) in the development of real estate business. The Company is principally engaged in businesses including residential and integrated property development, hotel operations, retail operations, commercial leasing, property services, construction technology, urban agent construction, and urban renewal.

Beijing Yicheng is a wholly-owned subsidiary of the Company, and is principally engaged in real estate development and project investment in the PRC.

Chengdu Quanmao is an indirect non-wholly-owned subsidiary of the Company, and is held by Beijing Yicheng and Chengdu Jingkai as to equity interests of 51% and 49%, respectively. It is principally engaged in real estate development and operation in the PRC.

Chengdu Jingkai is primarily engaged in construction engineering, real estate development and operations, and land consolidation services in the PRC. Its ultimate beneficial owner is the Management Committee of Chengdu Jingkai Technological Development Zone.

DEFINITIONS

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

"Beijing Yicheng"	Beijing Fangxing Yicheng Property Co., Ltd. (北京方興亦城置業有限公司), a company with limited liability established under the laws of the PRC, and a wholly-owned subsidiary of the Company, holding 51% equity interests in Chengdu Quanmao
"Board"	the board of directors of the Company
"Chengdu Jingkai"	Chengdu Jingkai Urban Renewal Construction and Development Co., Ltd. (成都經開城市更新建設發展有限公司), a company with limited liability established under the laws of the PRC, holding 49% equity interests in Chengdu Quanmao, whose beneficial owner is a third party independent of the Company and its connected persons
"Chengdu Quanmao"	Chengdu Quanmao Real Estate Co., Ltd. (成都泉茂置業有限公司), a company with limited liability established under the laws of the PRC, and an indirect non-wholly-owned subsidiary of the Company

"Company"	China Jinmao Holdings Group Limited (中國金茂控股集團有限公司), a company incorporated in Hong Kong with limited liability, whose shares are listed on the Stock Exchange
"connected person(s)"	has the meaning ascribed to it under the Listing Rules
"Director(s)"	the directors of the Company
"Framework Agreement"	the loan framework agreement entered into between Chengdu Quanmao and Beijing Yicheng and Chengdu Jingkai on 16 April 2026
"Group"	the Company and its subsidiaries
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"PRC"	the People's Republic of China, and for the purpose of this announcement, excluding Hong Kong, Macau Special Administrative Region and Taiwan
"RMB"	Renminbi, the lawful currency of the PRC
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"subsidiary(ies)"	has the meaning ascribed to it under the Listing Rules
"Transaction"	provision of loans by Chengdu Quanmao to Chengdu Jingkai under the Framework Agreement

By order of the Board
China Jinmao Holdings Group Limited
TAO Tianhai
Chairman

Hong Kong, 16 April 2026

As at the date of this announcement, the Directors of the Company are Mr. TAO Tianhai (Chairman), Mr. ZHANG Hui and Ms. QIAO Xiaojie as Executive Directors; Mr. CUI Yan, Mr. LIU Wen, Mr. CHEN Yijiang and Ms. WANG Wei as Non-executive Directors; and Mr. LIU Feng, Mr. SUEN Man Tak, Mr. GAO Shibin and Mr. ZHONG Wei as Independent Non-executive Directors.