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This announcement is not, and does not form any part of, an offer to buy or sell or the solicitation of an offer to buy or sell any securities in the United States or any other jurisdiction. The securities referred to herein have not been and will not be registered under the U.S. Securities Act of 1933, and may not be offered, sold or otherwise transferred within the United States absent registration or an exemption from registration. Any public offering of securities to be made in the United States will be made by means of a prospectus that may be obtained from the Company and will contain detailed information about the Company and management, as well as financial statements. The Company does not intend to register any part of any offering referred to herein in the United States.



SHIMAO GROUP HOLDINGS LIMITED

世茂集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 813)

UPDATE IN RELATION TO THE RESTRUCTURING OF OFFSHORE DEBT

This announcement is made by Shimao Group Holdings Limited (the “**Company**”).

Reference is made to the announcements of the Company dated 25 March 2024, 2 May 2024, 31 May 2024, 26 June 2024, 26 July 2024, 30 August 2024 and 2 October 2024 (the “**Announcements**”) in relation to the proposed restructuring. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those used in the Announcements.

The Company and its advisers are actively advancing discussions with creditors regarding the proposed restructuring of the Offshore Debt. The Company is pleased to announce that, as of the date of this announcement, Scheme Creditors including both holders of the Existing Notes and the lenders of Existing Loans, representing 73.4% of the aggregate principal amount of the In-Scope Debt, have acceded to the CSA. To accommodate certain Scheme Creditors who need additional time to complete internal approval and the accession process, the Company has decided to further extend the Early Consent Fee Deadline to 5:00 p.m. Hong Kong time on 29 November 2024 and the Base Consent Fee Deadline to 5:00 p.m. Hong Kong time on 10 December 2024.

The Company will make further announcement(s) on the progress of the proposed restructuring of the Offshore Debt as and when appropriate.

The Company urges all holders of the In-Scope Debt who have not acceded to the CSA to review the CSA, as amended by the CSA Amendment Agreement and further amended

by the Amended Term Sheet, as soon as possible and accede to the CSA as a Participating Creditor by delivering to the Information Agent a validly completed and executed Accession Letter and Lock-Up Notice (as applicable) via the Transaction Website (<https://deals.is.kroll.com/shimaogroup>) prior to the applicable Consent Fee Deadline.

The Information Agent can be contacted using the details below:

Kroll Issuer Services Limited

Transaction Website: <https://deals.is.kroll.com/shimaogroup>

Email: shimaogroup@is.kroll.com

Tel: +852 2281 0114 / +44 20 7704 0880

Address: c/o Level 3, Three Pacific Place, 1 Queen's Road East, Wan Chai, Hong Kong

Attention: Mu-yen Lo / Kevin Wong

Holders of the In-Scope Debt who have validly acceded to the CSA by duly completing the above steps do not need to take any action.

Except for the modifications set forth above, all other terms and conditions of the CSA as set out in the Announcements shall remain unchanged.

Further announcement(s) will be made by the Company to inform shareholders of the Company and other investors of any material development as and when appropriate. Shareholders of the Company and potential investors are advised to exercise caution when dealing in the securities of the Company.

Hong Kong, 31 October 2024