

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 Issuer or 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.

Offer to Purchase for Cash by

NEW METRO GLOBAL LIMITED

新城環球有限公司

*(incorporated with limited liability under the laws of the British Virgin Islands) (the “Issuer”)
of its outstanding 6.50% Senior Notes due 2021 and 7.125% Senior Notes due 2021*

guaranteed by

Seazen Holdings Co., Ltd.

新城控股集團股份有限公司

(incorporated in the People’s Republic of China with limited liability) (the “Company”)



COMPLETION OF THE OFFERS BY THE ISSUER TO PURCHASE FOR CASH THE APRIL 2021 AND THE MAY 2021 NOTES

Background

February 9, 2021 – Reference is made to the announcements of the Issuer dated January 26, 2021, January 27, 2021 and February 5, 2021 (the “**Announcements**”) in relation to the Issuer’s offer to purchase for cash of part of its outstanding (i) 6.50% Senior Notes due 2021 (ISIN: XS1810682564) guaranteed by the Company (the “**April 2021 Notes**”) at a purchase price of US\$1,010 per US\$1,000 principal amount of the April 2021 Notes (the “**April 2021 Notes Offer**”) and (ii) 7.125% Senior Notes due 2021 (ISIN: XS1823153033) guaranteed by the Company (the “**May 2021 Notes**” and, together with the April 2021 Notes, the “**Notes**”) at a purchase price of US\$1,015 per US\$1,000 principal amount of the May 2021 Notes (the “**May 2021 Notes Offer**” and, together with the April 2021 Notes Offer, the “**Offers**”) in an aggregate principal amount of Notes of up to the Maximum Acceptance Amount.

Unless otherwise defined herein, capitalized terms in this announcement will have the same meaning as those defined in the Announcements.

Completion of the Offers

The Offers were completed on February 8, 2021. The final aggregate amount paid by the Issuer to holders of the Accepted April 2021 Notes was US\$154,616,424.09 and to the holders of the Accepted May 2021 Notes was US\$89,291,572.60 for a total of US\$243,907,996.69 for all the Accepted Notes. The Accepted

Notes repurchased pursuant to the Offers have been cancelled.

Following the completion of the Offers and cancellation of the Accepted Notes repurchased pursuant to the Offers, an aggregate principal amount of US\$213,238,000 of the April 2021 Notes and an aggregate principal amount of US\$151,292,000 of the May 2021 Notes remain outstanding.

THIS ANNOUNCEMENT IS NOT AN OFFER TO PURCHASE, A SOLICITATION OF AN OFFER TO PURCHASE, OR A SOLICITATION OF AN OFFER TO SELL, ANY SECURITIES. AN OFFER MAY ONLY BE MADE PURSUANT TO THE TERMS OF THE OFFER TO PURCHASE.