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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 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”)



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

Background

December 17, 2020 – Reference is made to the announcements of the Issuer dated December 8, 2020 and December 10, 2020 (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\$1,009.5 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\$1,015.0 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.

Results of the Offers

The Offer expired at 4:00 p.m. on December 16, 2020 (London time). As at the Expiration Deadline, US\$136,497,000 in aggregate principal amount of the April 2021 Notes, representing approximately 27.30% of the total aggregate principal amount of the outstanding April 2021 Notes as at such date, and US\$62,004,000 in aggregate principal amount of the May 2021 Notes, representing approximately 20.67% of the total aggregate principal amount of the outstanding May 2021 Notes as at such date had been validly tendered pursuant to the Offers.

Pursuant to the terms and conditions of the Offer, the Issuer has decided to accept for purchase a total of US\$136,497,000 in principal amount of the April 2021 Notes (the “**Accepted April 2021 Notes**”) and US\$62,004,000 in principal amount of the May 2021 Notes (the “**Accepted May 2021 Notes**” and, together with the Accepted April 2021 Notes, the “**Accepted Notes**”) with no proration applied. The Accepted Notes repurchased by the Issuer will be cancelled and will cease to be outstanding on December 18, 2020 (the “**Settlement Date**”).

Payment of the purchase price and the accrued and unpaid interest in respect of the Accepted Notes from and including the last interest payment date of October 23, 2020 for the April 2021 Notes and November 23, 2020 for the May 2021 Notes up to, but excluding, the Settlement Date will be made on or about the Settlement Date. The aggregate amount to be paid by the Issuer to holders of the Accepted April 2021 Notes will be US\$139,149,212.59 and to holders of the Accepted May 2021 Notes will be US\$63,240,850.60 for a total of US\$202,390,063.19 for all the Accepted Notes.

The Issuer currently expects that, following settlement of the Offer, an aggregate principal amount of US\$363,503,000 of the April 2021 Notes and US\$237,996,000 of the May 2021 Notes will remain outstanding.

All documents relating to the Offers, together with any updates, are made available to holders of the Notes on the Offer Website: <https://sites.dfkingltd.com/seazen>. Documentation requests or instruction inquiries may be directed to D.F. King Ltd. as the Information and Tender Agent, the contact details for which are below. In addition, Eligible Holders may contact the Dealer Manager for information using the contact details below.

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.

DEALER MANAGER

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