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XINYUAN REAL ESTATE CO., LTD.
(incorporated in the Cayman Islands with limited liability)
(the "Company")

of its outstanding 14.2% Senior Notes due 2021 (the **"2021 Notes"**)
(ISIN: XS1943449022)

INVITATION BY THE COMPANY TO HOLDERS (THE "NOTEHOLDERS") OF THE 2021 NOTES TO EXCHANGE THEIR 2021 NOTES (THE "EXCHANGE OFFER AND RELEASE AND CONSENT SOLICITATION") BY THE COMPANY FOR THE EXCHANGE CONSIDERATION, AS FURTHER DETAILED IN, AND SUBJECT TO, THE CONDITIONS SET OUT IN AN EXCHANGE OFFER AND RELEASE AND CONSENT MEMORANDUM DATED SEPTEMBER 30, 2021

Reference is made to the announcement made by the Company on September 30, 2021, October 11, 2021, October 12, 2021, October 14, 2021 and October 15, 2021 (the **"Announcements"**). Capitalized terms used and not otherwise defined in this announcement have the meanings given to them in the Announcements and the Exchange Offer and Release and Consent Memorandum dated September 30, 2021 as amended and restated on October 7, 2021 (as it may be amended or supplemented from time to time, the **"Exchange Offer and Release and Consent Memorandum"**).

The Company is pleased to announce that on October 15, 2021, all conditions precedent to the Exchange Offer and Release and Consent Solicitation have been fulfilled, and the Exchange Offer and Release and Consent Solicitation has been completed. On October 15, 2021, the 2021 Notes in the aggregate principal amount of US\$207,680,000 were exchanged and the Company delivered the New Notes in the aggregate principal amount of US\$205,401,000 and US\$19,101,080 in Cash Consideration in full satisfaction of the Exchange Consideration to the Eligible Holders whose 2021 Notes have been validly tendered and accepted for exchange.

At the same time, all the remaining 2021 Notes that have not been validly tendered and accepted for exchange were redeemed at maturity in full.

Dated: October 18, 2021