

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. The Company does not intend to make any public offering of securities in the United States.



Sunkwan Properties Group Limited

上坤地產集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(the “Company”)

EXTENSION OF THE EXPIRATION DEADLINE

Reference is made to the announcement of the Company dated October 5, 2022 (the “**Announcement**”) and the consent solicitation statement dated October 5, 2022 (the “**Consent Solicitation Statement**”) in relation to the Consent Solicitation. Capitalized terms used in this announcement shall have the same meaning ascribed to them in the Announcement and Consent Solicitation Statement.

Extended Expiration Deadline

As there was a public holiday between the Launch Date and the Expiration Deadline, the Company would like to extend the Expiration Deadline to provide sufficient time for Holders to deliver their Consents. With immediate effect, the Company hereby announces that the Expiration Deadline is extended from 4:00 p.m., London Time on October 11, 2022 to 4:00 p.m., London Time on October 17, 2022 (the “**Extended Expiration Deadline**”). Correspondingly, subject to satisfaction or waiver of the conditions as set forth in the Consent Solicitation Statement, the execution of the supplemental indenture giving effect to the Proposed Amendment to the Indenture is expected to occur on or about October 18, 2022.

If the Consent Solicitation is not successfully consummated, the Company may not be able to satisfy the Mandatory Redemption obligations, which may lead to an Event of Default under the Indenture. As such, the Company may have to consider alternative debt restructuring exercise. The Company would like to highlight that it intends to treat all Holders of the Notes fairly in its efforts to meet its financial commitments or in any alternative debt restructuring exercises.

Holders who have validly delivered their Consents at or prior to the original Expiration Deadline do not need to take any action. Such instructions in connection with the Consent Solicitation remain valid and irrevocable.

Holders who have not delivered their Consents may deliver their Consents at or prior to the Extended Expiration Deadline in accordance with the terms and conditions set forth in the Consent Solicitation Statement. Instructions in connection with the Consent Solicitation are irrevocable.

Except for the modifications set forth above, all other terms and conditions of the Consent Solicitation as set out in the Consent Solicitation Statement shall remain unchanged. All documents and materials related to the Consent Solicitation will be made available, subject to eligibility, on the Consent Website:

THIS ANNOUNCEMENT IS NOT AN OFFER TO PURCHASE, A SOLICITATION OF AN OFFER TO PURCHASE, OR A SOLICITATION OF AN OFFER TO SELL THE NOTES.

SHAREHOLDERS, NOTES HOLDERS, AND POTENTIAL INVESTORS SHOULD NOTE THAT COMPLETION OF THE CONSENT SOLICITATION IS SUBJECT TO THE FULFILLMENT OR WAIVER OF THE CONDITIONS PRECEDENT TO THE CONSENT SOLICITATION AS SET FORTH IN THE CONSENT SOLICITATION STATEMENT, AND SUMMARIZED IN THE ANNOUNCEMENT. NO ASSURANCE CAN BE GIVEN THAT THE CONSENT SOLICITATION WILL BE COMPLETED AND THE COMPANY RESERVES THE RIGHT TO AMEND, WITHDRAW OR TERMINATE THE CONSENT SOLICITATION WITH OR WITHOUT CONDITIONS.

THE COMPANY MAY, IN ITS SOLE DISCRETION, AMEND OR WAIVE CERTAIN OF THE CONDITIONS PRECEDENT TO THE CONSENT SOLICITATION. AS THE CONSENT SOLICITATION MAY OR MAY NOT PROCEED, SHAREHOLDERS, NOTES HOLDERS, AND POTENTIAL INVESTORS SHOULD EXERCISE CAUTION WHEN DEALING IN THE SECURITIES OF THE COMPANY OR THE NOTES.

The Consent Solicitation is not being made to (nor will the delivery of Consents be accepted from or on behalf of) the Holders in any jurisdiction where the making or acceptance of the Consent Solicitation would not comply with the laws of such jurisdiction. If the Company becomes aware of any jurisdiction in which the making of the Consent Solicitation or the delivery of Consents would not be in compliance with applicable laws, the Company may or may not, in its sole discretion, make an effort to comply with any such law. If, after such effort, if any, the Company cannot comply with any such law, the Consent Solicitation will not be made to (nor will tenders or Consents be accepted from or on behalf of) any Holders residing in such jurisdiction.

By order of the Board
Sunkwan Properties Group Limited
Zhu Jing
Chairwoman

October 11, 2022

As of the date of this announcement, the Board comprises Ms. Zhu Jing, Ms. Sheng Jianjing and Mr. Yang Zhandong as executive directors, Mr. Lin Jinfeng and Ms. Lin Zhao hong as non-executive directors and Mr. Guo Shaomu, Mr. Au Yeung Po Fung and Mr. Zhou Zheren as independent non-executive directors.