

IMPORTANT NOTICE

FOR DISTRIBUTION ONLY OUTSIDE THE UNITED STATES TO PERSONS OTHER THAN “U.S. PERSONS” (AS DEFINED IN REGULATIONS OF THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED (THE “SECURITIES ACT”)). NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN OR INTO, OR TO ANY PERSON LOCATED OR RESIDENT IN, ANY OTHER JURISDICTION WHERE IT IS UNLAWFUL TO RELEASE, PUBLISH OR DISTRIBUTE THIS DOCUMENT.

IMPORTANT: You must read the following before continuing. The following applies to the attached supplemental consent solicitation statement (the “**Supplemental Consent Solicitation Statement**”) and you are therefore advised to read this page carefully before reading, accessing or making any other use of the attached document. In reading the attached Supplemental Consent Solicitation Statement, you agree to be bound by the following terms and conditions, including any modifications to them from time to time, each time you receive any information from us or on our behalf.

Confirmation of your representation: By accepting the electronic transmission through which you have received the Supplemental Consent Solicitation Statement and by accessing the Supplemental Consent Solicitation Statement, you shall be deemed to have represented that:

- (i) you are the beneficial owner of or are a custodian or an intermediary acting on behalf of the beneficial owner of the 4.0% Senior Notes due 2029 (the “**Short Term Notes**”), 4.2% Senior Notes due 2032 (the “**Medium Term Notes**”) and 4.5% Senior Notes due 2033/2035 (the “**Long Term Notes**”) and, together with the Short Term Notes and the Medium Term Notes, the “**Notes**” and each, a “**Series**”) issued by Times China Holdings Limited (時代中國控股有限公司) (the “**Company**”) and guaranteed by certain of the Company’s existing subsidiaries (the “**Subsidiary Guarantors**”);
- (ii) you are not a U.S. person, and are not acting for the account or benefit of any U.S. person, and that you are not located or resident in the United States; and
- (iii) you consent to the delivery of the Supplemental Consent Solicitation Statement to you by electronic transmission.

The Supplemental Consent Solicitation Statement has been sent to you in an electronic form. You are reminded that documents transmitted via this medium may be altered or changed during the process of transmission. You are responsible for protecting against viruses and other destructive items. Your receipt of this and any other electronic transmission is at your own risk and it is your responsibility to take precautions to ensure that each such electronic transmission is free from viruses and other items of a destructive nature. As a consequence of the above, none of the Company, the Subsidiary Guarantors, Kroll Issuer Services Limited (the “**Information and Tabulation Agent**”), Madison Pacific Trust Limited, as trustee of the Notes (the “**Trustee**”), or any person who controls them or any director, officer, employee or agent of them or any affiliate of any such person accepts any liability or responsibility whatsoever in respect of any difference or discrepancy between the Supplemental Consent Solicitation Statement distributed to you in electronic format.

You are reminded that the Supplemental Consent Solicitation Statement has been delivered to you on the basis that you are a person into whose possession the Supplemental Consent Solicitation Statement may be lawfully delivered in accordance with the laws of the jurisdiction in which you are resident and/or located and you may not nor are you authorized to deliver or permit the delivery of this document to any other person, except that you should deliver this document to any purchaser or transferee to whom you have sold or otherwise transferred all or some of your holdings of the Notes, or any stockbroker, bank or other agent through whom the sale or transfer was effected, for transmission to the purchaser or transferee, *provided* that this Supplemental Consent Solicitation Statement may be lawfully delivered to such person in accordance with the laws of the jurisdiction where such person is a resident and/or located.

The distribution of the Supplemental Consent Solicitation Statement in certain jurisdictions may be restricted by law. Persons into whose possession this Supplemental Consent Solicitation Statement comes are required by the Company to inform themselves about, and to observe, any such restrictions. None of the Information and Tabulation Agent or the Trustee will incur any liability for their own failure or the failure of any other person or persons to comply with the provisions of any such restrictions.

**Supplemental Consent Solicitation Statement
to the Consent Solicitation Statement dated March 26, 2026**

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

The distribution of this Supplemental Consent Solicitation Statement in certain jurisdictions may be restricted by law, and persons into whose possession this Supplemental Consent Solicitation Statement comes are required to inform themselves about, and to observe, any such restrictions. The Consent Solicitation is being made only outside the United States to persons other than “U.S. persons” (as defined in Regulation S under the United States Securities Act of 1933, as amended (the “**Securities Act**”)). This Supplemental Consent Solicitation Statement does not constitute an offer to buy or the solicitation of an offer to sell the Notes. Furthermore, no person has been authorized to give any information with respect to this Supplemental Consent Solicitation Statement, or to make any representation in connection therewith, other than those contained herein. If made or given, such recommendation or any such information or representation must not be relied on as having been authorized by the Company, the Subsidiary Guarantors, the Trustee, the Information and Tabulation Agent or any person who controls them or any director, officer, employee or agent of them or any affiliate of any such person.



TIMES CHINA HOLDINGS LIMITED
(時代中國控股有限公司)

(incorporated in the Cayman Islands with limited liability)

Solicitation of Consents to Approve Proposed Amendments and Waivers to the Indentures Governing the Following Notes:

No.	Description of Notes	ISIN	Common Code	Outstanding Principal Amount as of the Record Date ¹
1	4.0% Senior Notes due 2029 (the “ Short Term Notes ”)	XS3229095867 (Reg S) XS3229095602 (Rule 144A) XS3229095784 (IAI)	322909586 (Reg S) 322909560 (Rule 144A) 322909578 (IAI)	US\$190,094,715
2	4.2% Senior Notes due 2032 (the “ Medium Term Notes ”)	XS3229096329 (Reg S) XS3229095941 (Rule 144A) XS3229096246 (IAI)	322909632 (Reg S) 322909594 (Rule 144A) 322909624 (IAI)	US\$825,004,626
3	4.5% Senior Notes due 2033/2035 (the “ Long Term Notes ”)	XS3229096758 (Reg S) XS3229096592 (Rule 144A) XS3229096675 (IAI)	322909675 (Reg S) 322909659 (Rule 144A) 322909667 (IAI)	US\$399,999,999

This is a supplement (this “**Supplemental Consent Solicitation Statement**”) to the consent solicitation statement of Times China Holdings Limited (時代中國控股有限公司) (the “**Company**”) dated March 26, 2026 (the “**Consent Solicitation Statement**”) and therefore, should be read together with the Consent Solicitation Statement. Terms used in this Supplemental Consent Solicitation Statement that are not otherwise defined herein have the meanings set forth in the Consent Solicitation Statement.

Extension of the Expiration Deadline

With immediate effect, the Company has extended the Expiration Deadline from 4:00 p.m., London Time on April 16, 2026 to 4:00 p.m., London Time on May 15, 2026 (the “**Extended Expiration Deadline**”).

Holders who have validly delivered their Consents do not need to take any further action and may not revoke their Consents.

Holders who have not delivered their Consents wishing to participate in this Consent Solicitation must submit, or arrange to have submitted on its behalf, on or prior to the Expiration Deadline and before the deadlines set by Euroclear and Clearstream (unless this Consent Solicitation is terminated earlier), a valid Electronic Consent Instruction to Euroclear or Clearstream, as the case may be. Only Direct Participants in Euroclear or Clearstream may submit Electronic Consent Instructions through Euroclear and Clearstream. If you are not a Direct Participant in Euroclear or Clearstream you must contact your broker, dealer, commercial bank, custodian, trust company or other nominee to arrange for their Direct Participant through which you hold the Notes to submit an Electronic Consent Instruction on your behalf to the relevant clearing system prior to the deadline specified by the relevant

¹ According to the Indentures, Notes owned by the Company and any Affiliate of the Company or beneficially held for the Company or an Affiliate of the Company shall be disregarded and deemed not to be outstanding for purpose of this Consent Solicitation and determining whether the Requisite Consents have been obtained. As at the date of this Supplemental Consent Solicitation Statement, no Notes are owned by, or beneficially held for the Company or an Affiliate of the Company.

clearing system.

Additional and Clarificatory Information

To encourage Holders to submit their Consents as soon as practicable, the Company has decided to clarify the Consent Solicitation Statement by amending the “*Risk Factors*” and “*Proposed Amendment and Waivers – Summary of the Proposed Amendments and Waivers*” sections in the Consent Solicitation Statement as set forth below, with additions shown in double-underline and deletions shown in ~~striketrough~~. All relevant information in the Consent Solicitation Statement should be deemed to be clarified and amended accordingly and this Supplemental Consent Solicitation Statement should be read together with the Consent Solicitation Statement.

(1) “Risk Factors”

The consummation of the Consent Solicitation may be canceled, delayed or amended

We are not obligated to complete the Consent Solicitation under certain circumstances and unless and until certain conditions are satisfied. Even if the Consent Solicitation is completed, it may not be completed on the schedule described in this Consent Solicitation Statement. The Company, subject to certain limits, has the right to amend the terms of the Consent Solicitation prior to the Expiration Deadline and it may choose to terminate or amend certain parts of the Consent Solicitation, but retain other aspects unchanged.

Subject to applicable law and the terms of the Indentures, if the Company (i) amends the terms of the Consent Solicitation in any manner which, in the Company’s reasonable judgment, acting in accordance with applicable law, is materially prejudicial to Holders who have already delivered Consents in respect of the Consent Solicitation, or (ii) makes a new invitation to Holders to provide Consents in respect of the proposals on terms which, in the Company’s reasonable judgment, are materially less beneficial for the Holders, then the Company will extend the Consent Solicitation for a period reasonably deemed by the Company to be adequate, acting in accordance with applicable law, to permit Holders to deliver or revoke their Consents. When considering whether a change or a new invitation is, or is not, materially less beneficial for the Holders, the Company shall not be obligated to have regard to the individual circumstances of any particular Holder.

Accordingly, Holders should be aware that the Consent Solicitation may be amended, extended, delayed or terminated at the Company’s discretion subject to applicable law and the terms of the Indentures, and there can be no assurance as to the timing or completion of the Consent Solicitation.

There can be no assurance that the conditions to the Consent Solicitation may be satisfied or waived

The successful consummation of the Consent Solicitation is subject to the satisfaction or waiver by the Company of certain conditions. There can be no assurance that such conditions will be satisfied or waived. If those conditions are not satisfied or waived, the Consent Solicitation will not be successfully consummated.

The Company considers the MCB Consents and the Consent of the Notes to form a single package and to be interconditional as described under “*This Consent Solicitation — Conditions to the consummation of this Consent Solicitation*”. Accordingly, the Company will not waive that condition unless the requisite consents are obtained for each series of Notes and the MCBs.

(2) “Summary of the Proposed Amendments and Waivers”

We are seeking Consents to:

(i) amend the sections in relation to the events of default in the Indentures to remove a sunset date of March 31, 2026, for carve-outs related to “Excluded Offshore Indebtedness”. Further, please refer to below and “*Annex 1 — Form of the Supplemental Indenture*” to this Consent Solicitation Statement for an illustration of the Proposed Amendment to the Indentures (such amendments to the Indentures, the “**Proposed Amendments**”); and

(ii) irrevocably waive the following, provided that waivers in paragraphs (a) to (d) below are limited to any breach, default or event of default that arises as a result of (1) the Proposed Amendments in respect of any series of Notes or the proposed amendments pursuant to the MCB Consent Solicitation not becoming effective as of March 31, 2026, (2) failure to pay the cash interest on the Short Term Notes due and payable on or prior to March 30, 2026, or any consequences arising from (1) or (2) in the above:

- (a) any actual or potential breach, default or event of default, that may have occurred, may occur or may be continuing under or in respect of any Notes, Subsidiary Guarantees, Indentures, security documents or intercreditor agreements related thereto (collectively, the “**Notes Documents**”) if the Proposed Amendments have not become effective as of March 31, 2026;
- (b) any failure to pay the cash interest on the Short Term Notes due and payable on or prior to March 30, 2026, and any actual or potential breach, default, or event of default under or in respect of any Notes Document that may have occurred, may occur or may be continuing as a result of such failure;
- (c) any actual or potential breach, default or event of default that may have occurred, may occur or may be continuing under or in respect of any Notes Document if the Proposed Amendments and Waivers in respect of any series of Notes or the proposed amendments and waivers pursuant to the MCB Consent Solicitation have not become effective as of March 31, 2026;
- (d) any consequential breach, default or event of default under or in respect of any Notes Document that may have occurred, may occur or may be continuing as a result of, arising from or related to any of the foregoing, whether or not specifically described in the Consent Solicitation Statement; and

(iii) irrevocably undertake to refrain from taking and not to take, and shall be deemed to have instructed to the respective Trustee and Collateral Agent (as defined in the Indentures) to refrain from taking and not to take, any enforcement action under or in respect of any Notes Document based upon any breach, default or event of default that may have occurred, may occur or may be continuing arising from the Proposed Amendments described in limb (i) above and the proposed waivers described in limb (ii) above not becoming effective at the Effective Time (the “**Specified Defaults**”) (including without limitations, declaration of acceleration of payment, commencing or joining any proceeding or enforcing the security interest over any collateral) (each, an “**Enforcement Action**”), and to immediately stop and rescind, and shall be deemed to have instructed the respective Trustee and Collateral Agent to immediately stop and rescind, any Enforcement Action if any such Enforcement Action has been taken in connection with a Specified Default,

(limbs (ii) to (iii), collectively, the “**Proposed Waivers**”, and the Proposed Waivers together with the Proposed Amendments, the “**Proposed Amendments and Waivers**”).

Regardless of whether the Proposed Amendments and Waivers become effective, the Notes will remain outstanding in accordance with all other terms of the relevant Notes and the relevant Indenture.

If the Company fails to comply with the Special Record Date Notice Requirement or to pay the Minimum Cash Interest under the Short Term Notes on the payment date specified in the Special Record Date Notice, the Proposed Waivers and the Proposed Amendments will cease to be effective.

To encourage Holders to submit their Consents as soon as practicable, the Company will make the Minimum Cash Interest payment under the Short Term Notes due on March 30, 2026 as soon as practicable, after the Supplement Indentures and the Supplemental Trust Deeds become effective and the Company will, within two Business Days after the Supplement Indentures and the Supplemental Trust Deeds become effective, issue the notice of special record date (which shall be no later than 15 Business Days after the date of the notice of special record date) (“**Special Record**

Date Notice”), which will set forth the special record date and the payment date (which shall be 15 days after the special record date) (this paragraph together, the “**Special Record Date Notice Requirement**”), in accordance with the special record date arrangements pursuant to the terms of the Short Term Notes, as described below under “*Questions & Answers – When will I receive the Minimum Cash Interest?*”.

Except as set forth herein, all other terms and conditions of the Consent Solicitation as set out in the Consent Solicitation Statement remain unchanged.

The date of this Supplemental Consent Solicitation Statement is April 16, 2026.

This Supplemental Consent Solicitation Statement and related documents are available on the website listed below. Requests for information in relation to the procedures for delivering Consents may be directed to the Information and Tabulation Agent at its addresses, telephone numbers, and email listed below.

The Information and Tabulation Agent is:

Kroll Issuer Services Limited

In London:

The News Building
3 London Bridge Street
London SE1 9SG
United Kingdom
Tel: +44 20 7704 0880

In Hong Kong:

3/F Three Pacific Place
1 Queen's Road East
Admiralty
Hong Kong
Tel: +852 2281 0114

Email: timeschina@is.kroll.com

Attention: Mu-yen Lo / Scott Chen

Consent Website: <https://deals.is.kroll.com/timeschina-consent>

Should you have any questions, please contact the Information and Tabulation Agent at the contact details above.

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