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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 (the **"Announcement"**). Capitalized terms used and not otherwise defined in this announcement have the meanings given to them in the Announcement and the Exchange Offer and Release and Consent Memorandum dated September 30, 2021 and 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 wishes to give an update on the latest status of the Exchange Offer and Release and Consent Solicitation:

- (1) As of Oct 8, 2021 (Hong Kong time), the Company has received Instructions representing an aggregate principal amount of \$140,100,000 of the 2021 Notes, representing 61.18% of the total outstanding amount of the 2021 Notes.
- (2) The Company understands that certain brokers may submit all the Instructions that they received from different Noteholders that such brokers act on behalf of in one batch prior to the Exchange Expiration Deadline. The Company is confident that one of the conditions for the Company to consummate the Exchange Offer and Release and Consent Solicitation, namely not less than 90% in aggregate principal amount of the US\$229,000,000 principal amount of the 2021 Notes having been validly tendered prior to the Exchange Expiration Deadline, may be satisfied and render the Exchange Offer and Release and Consent Solicitation successfully consummated, as long as the Noteholders who have not submitted their Instructions as of the date hereof submit the Instruction prior to the Exchange Expiration Deadline.

In light of the circumstances and events described above, the Company would like to encourage all the Noteholders to submit their Instructions as soon as possible. Failure to submit the Instruction might result in the Exchange Offer and Release and Consent Solicitation not successfully consummated. As a result, the Company may not be able to repay the 2021 Notes upon maturity and may need to explore an alternative debt restructuring exercise.

Furthermore, the Company wishes to announce that Exchange Expiration Deadline will be extended to **October 13, 2021 at 4:00 pm London time**. This shall be the last date and time at which the Noteholders who validly submit Instructions are eligible to receive the Exchange Consideration. The settlement date of the New Notes (ISIN: **XS2394748706**, Common code: **239474870**) remains to be October 15, 2021.

Dated: October 11, 2021