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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) (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”)



THE MAXIMUM ACCEPTANCE AMOUNT UNDER THE OFFERS BY THE ISSUER TO PURCHASE FOR CASH THE APRIL 2021 AND THE MAY 2021 NOTES

Background

January 27, 2021 – Reference is made to the announcement of the Issuer dated January 26, 2021 (the “**Announcement**”) 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\$1,010 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 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 Announcement.

The Maximum Acceptance Amount

The Issuer hereby announces that it has determined the Maximum Acceptance Amount for the Offers to be US\$400,000,000. The Issuer however reserves the right, in its sole discretion, to accept significantly more than or significantly less than such amount, or to accept none of the Notes, for purchase pursuant to

the Offers.

Other Information about the Offers

For a detailed statement of the terms and conditions of the Offers, Eligible Holders should refer to the Offer to Purchase which is published on the Offer Website: <https://sites.dfkingltd.com/seazen>. The Issuer has appointed Haitong International Securities Company Limited as the dealer manager and D.F. King as the information and tender agent in relation to the Offers.

Unless stated otherwise, announcements in connection with the Offers will be made through the website of the SGX-ST (www.sgx.com), the issue of a press release to a Notifying News Service, and/or the delivery of notices to the Clearing Systems for communication to Direct Participants and on the Offer Website. Copies of the announcements, press releases and notices can also be obtained from the Information and Tender Agent, the contact details for which are below. Significant delays may be experienced where notices are delivered to the Clearing Systems, and Eligible Holders are urged to contact the Information and Tender Agent for the relevant announcements during the course of the Offers. In addition, Eligible Holders may contact the Dealer Manager for information using the contact details below.

The Offer to Purchase contains important information which should be read carefully by Eligible Holders before any decision is made with respect to the Offers. Eligible Holders are recommended to seek their own financial and legal advice, including in respect of any tax consequences, from their broker, bank manager, solicitor, accountant or other independent financial, tax or legal adviser. None of the Issuer, the Company, the Dealer Manager or the Information and Tender Agent (or any of their respective directors, employees or affiliates) makes any recommendation as to whether the Eligible Holders should tender their Notes in response to the Offers.

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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