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INSIDE INFORMATION INFORMATION ON BONDS OF A SUBSIDIARY

This announcement is made by Sino-Ocean Group Holding Limited (the **"Company"**, together with its subsidiaries, the **"Group"**) pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the **"Listing Rules"**) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board of directors of the Company (the **"Board"**) hereby informs the shareholders of the Company (the **"Shareholders"**), holders of debt securities of the Group and potential investors regarding the relevant information on certain bonds issued by Beijing Sino-Ocean Group Holding Limited (北京遠洋控股集團有限公司) (formerly known as Sino-Ocean Holding Group (China) Limited (遠洋控股集團(中國)有限公司), **"Sino-Ocean Holding"**), a wholly-owned subsidiary of the Company. As set out in an announcement dated 9 May 2025 published by Sino-Ocean Holding on the website of the Shanghai Stock Exchange:

I. BASIC INFORMATION ON THE SUSPENSION OF TRADING

Due to the uncertainty of significant matters previously, to ensure fair information disclosure and protect the interests of bond investors, in accordance with the relevant provisions of the Rules of the Shanghai Stock Exchange Governing the Listing of Corporate Bonds (2023 Revision) (《上海證券交易所公司債券上市規則(2023年修訂)》), upon the application made by Sino-Ocean Holding, the trading of "2018 Corporate Bonds (First Tranche) publicly issued by Sino-Ocean Land Limited" (hereinafter referred to as **"H18 Sino-Ocean 1"**), "2019 Corporate Bonds (First Tranche) (Type 1) publicly issued by Sino-Ocean Holding Group (China) Limited" (hereinafter referred to as **"H19 Sino-Ocean 1"**), "2019 Corporate Bonds (First Tranche) (Type 2) publicly issued by Sino-Ocean Holding Group (China) Limited" (hereinafter referred to as **"H19 Sino-Ocean 2"**), and "2021 Corporate Bonds (For Professional Investors) (First Tranche) publicly issued by Sino-Ocean Holding Group (China) Limited" (hereinafter referred to as **"H21 Sino-Ocean 1"**) have been suspended since 25 February 2025. The trading of "2015 Corporate Bonds (Second Tranche) (Type 2) of Sino-Ocean Land Limited" (hereinafter referred to as **"H15 Sino-Ocean 5"**), "2015 Corporate Bonds (First Tranche) (Type 3) of Sino-Ocean Land Limited" (hereinafter referred to as **"H15 Sino-Ocean 3"**) and "2021 Corporate Bonds (For Professional Investors) (Second Tranche) publicly issued by Sino-Ocean Holding Group (China) Limited" (hereinafter referred to as **"H21 Sino-Ocean 2"**) have been suspended with effect from the commencement of trading hours of the Shanghai Stock Exchange on 19 March 2025. For details of the trading suspension announcements, please refer to the announcements dated

24 February 2025 and 18 March 2025 respectively published by Sino-Ocean Holding on the website of the Shanghai Stock Exchange, and the announcements of the Company dated 24 February 2025 and 19 March 2025 respectively.

II. RESUMPTION OF TRADING OF BONDS AND SUBSEQUENT TRANSFER ARRANGEMENTS

(I) Basic Information of the Bonds involved in the Resumption of Trading

The resumption of trading involves a total of seven corporate bonds: “H18 Sino-Ocean 1”, “H19 Sino-Ocean 1”, “H19 Sino-Ocean 2”, “H21 Sino-Ocean 1”, “H15 Sino-Ocean 5”, “H15 Sino-Ocean 3” and “H21 Sino-Ocean 2”. The basic information of these bonds is as shown in the table below.

Item No.	Name of Bonds	Abbreviation of Bonds	Bond Code	Issuing Amount (RMB100 million)	Outstanding Amount (RMB100 million)	Coupon Rate	Trustee Manager
1	2018 Corporate Bonds (First Tranche) publicly issued by Sino-Ocean Land Limited	H18 Sino-Ocean 1* (H18遠洋1)	143666.SH	20.00	15.00	4.00%	Guosen Securities Company Limited
2	2015 Corporate Bonds (Second Tranche) (Type 2) of Sino-Ocean Land Limited	H15 Sino-Ocean 5* (H15遠洋5)	122498.SH	30.00	30.00	4.76%	Guosen Securities Company Limited
3	2015 Corporate Bonds (First Tranche) (Type 3) of Sino-Ocean Land Limited	H15 Sino-Ocean 3* (H15遠洋3)	122401.SH	15.00	15.00	5.00%	Guosen Securities Company Limited
4	2019 Corporate Bonds (First Tranche) (Type 1) publicly issued by Sino-Ocean Holding Group (China) Limited	H19 Sino-Ocean 1* (H19 遠洋1)	155255.SH	17.00	13.20	5.50%	Guosen Securities Company Limited
5	2019 Corporate Bonds (First Tranche) (Type 2) publicly issued by Sino-Ocean Holding Group (China) Limited	H19 Sino-Ocean 2* (H19 遠洋2)	155256.SH	12.00	12.00	4.59%	Guosen Securities Company Limited
6	2021 Corporate Bonds (For Professional Investors) (First Tranche) publicly issued by Sino-Ocean Holding Group (China) Limited	H21 Sino-Ocean 1* (H21遠洋1)	188102.SH	26.00	26.00	4.20%	Guosen Securities Company Limited
7	2021 Corporate Bonds (For Professional Investors) (Second Tranche) publicly issued by Sino-Ocean Holding Group (China) Limited	H21 Sino-Ocean 2* (H21遠洋2)	188828.SH	19.50	19.50	4.06%	Guosen Securities Company Limited

(II) Resumption of Trading and Subsequent Transfer Arrangements

To date, the 2025 First Bondholders' Meetings of "H18 Sino-Ocean 1", "H19 Sino-Ocean 1", "H19 Sino-Ocean 2" and "H21 Sino-Ocean 1" have been duly convened, at which the "Resolutions on Adjustment of Arrangements for Repayment of Principal and Interest and Other Matters" (《關於調整本息兌付安排等事項的議案》) have been considered and approved. The 2025 First Holders' Meetings of "H15 Sino-Ocean 3", "H15 Sino-Ocean 5" and "H21 Sino-Ocean 2" have not been duly convened and the "Resolutions on Adjustment of the Terms of Grace Period for Repayment of Principal and Interest" (《關於調整本息兌付寬限期條款的議案》) have not been approved. Sino-Ocean Holding has applied to the Shanghai Stock Exchange for the resumption of trading for "H18 Sino-Ocean 1", "H19 Sino-Ocean 1", "H19 Sino-Ocean 2", "H21 Sino-Ocean 1", "H15 Sino-Ocean 5", "H15 Sino-Ocean 3" and "H21 Sino-Ocean 2" with effect from the commencement of trading hours of the Shanghai Stock Exchange on 12 May 2025, and after the trading resumption, transfers of the bonds will continue to be carried out in accordance with the provisions under the Notice on Matters Pertaining to the Provision of Transfer and Settlement Services for Designated Bonds During the Listing Period (《關於為上市期間特定債券提供轉讓結算服務有關事項的通知》) published by the Shanghai Stock Exchange and China Securities Depository and Clearing Corporation Limited with their respective codes unchanged and the transfer arrangements as set out below:

1. The designated bonds may only be transferred on the Shanghai Stock Exchange's integrated electronic platform for fixed income securities (上海證券交易所固定收益證券綜合電子平台), with their respective codes unchanged.
2. The designated bonds shall be transferred on a full-price basis, with both quoted and transaction prices inclusive of accrued interests. Investors will need to calculate the accrued interests on the bonds by themselves.
3. The transfer of designated bonds shall be settled on a trade-by-trade gross basis by China Securities Depository and Clearing Corporation Limited.
4. The transferee(s) for the transfer of the designated bonds shall be professional institutional investor(s) in accordance with the relevant provisions of the Administrative Measures of the Shanghai Stock Exchange for the Suitability of Investors in the Bond Market (《上海證券交易所債券市場投資者適當性管理辦法》).

III. SIGNIFICANT MATTERS DURING THE SUSPENSION OF TRADING

(I) Information on the Bondholders' Meeting

1. *Repayment Arrangements for the Principal and Interest*

Sino-Ocean Holding convened holders' meetings from 7 April to 7 May 2025 to consider the "Resolutions on Adjustment of Arrangements for Repayment of Principal and Interest and Other Matters" (《關於調整本息兌付安排等事項的議案》) (hereinafter referred to as the "**Extension Resolutions**"). Following the voting at the holders' meetings, the Extension Resolutions for "H18 Sino-Ocean 1", "H19

Sino-Ocean 1", "H19 Sino-Ocean 2" and "H21 Sino-Ocean 1" were approved. The adjusted repayment arrangements for the principal and interest for the extended bonds are as follows:

(1) *"H18 Sino-Ocean 1"*

For "H18 Sino-Ocean 1", 5% of the remaining principal (i.e. a principal repayment amount of RMB75 million) due on 2 March 2025, and 10% of the remaining principal (i.e. a principal repayment amount of RMB150 million) due on 2 June 2025, were adjusted to be repaid on 19 August 2025. In the event that the payment date falls on a statutory holiday or rest day, the payment date will be postponed to the first business day thereafter, and no additional interest will be accrued on the repayment amount during the postponed period.

For "H18 Sino-Ocean 1", the payment of the interests accrued for the period from 31 December 2023 to 1 March 2025 on 5% of the remaining principal (i.e. a principal repayment amount of RMB75 million) due on 2 March 2025, and the interests accrued for the period from 31 December 2023 to 1 June 2025 on 10% of the remaining principal (i.e. a principal repayment amount of RMB150 million) due on 2 June 2025, were adjusted to be repaid on 19 August 2025. In the event that the payment date falls on a statutory holiday or rest day, the payment date will be postponed to the first business day thereafter, and no additional interest will be accrued on the repayment amount during the postponed period.

Sino-Ocean Holding will repay 0.3% of the remaining principal of "H18 Sino-Ocean 1" within 30 trading days after the resolution is approved by vote at the bondholders' meeting.

(2) *"H19 Sino-Ocean 1"*

For "H19 Sino-Ocean 1", 5% of the principal (i.e. a principal repayment amount of RMB66 million) due on 20 June 2025 was adjusted to be repaid on 19 August 2025. In the event that the payment date falls on a statutory holiday or rest day, the payment date will be postponed to the first business day thereafter, and no additional interest will be accrued on the repayment amount during the postponed period.

For "H19 Sino-Ocean 1", the payment of the interests accrued for the period from 31 December 2023 to 19 March 2025 on the current bonds due on 20 March 2025, and the interests accrued for the period from 20 March 2025 to 19 June 2025 on 5% of the principal (i.e. a principal repayment amount of RMB66 million) due on 20 June 2025, were adjusted to be repaid on 19 August 2025. In the event that the payment date falls on a statutory holiday or rest day, the payment date will be postponed to the first business day thereafter, and no additional interest will be accrued on the repayment amount during the postponed period.

Sino-Ocean Holding will repay 0.3% of the remaining principal of “H19 Sino-Ocean 1” within 30 trading days after the resolution is approved by vote at the bondholders’ meeting.

(3) *“H19 Sino-Ocean 2”*

For “H19 Sino-Ocean 2”, 5% of the principal (i.e. a principal repayment amount of RMB60 million) due on 20 June 2025 was adjusted to be repaid on 19 August 2025. In the event that the payment date falls on a statutory holiday or rest day, the payment date will be postponed to the first business day thereafter, and no additional interest will be accrued on the repayment amount during the postponed period.

For “H19 Sino-Ocean 2”, the payment of the interests accrued for the period from 31 December 2023 to 19 March 2025 on the current bonds due on 20 March 2025, and the interests accrued for the period from 20 March 2025 to 19 June 2025 on 5% of the principal (i.e. a principal repayment amount of RMB60 million) due on 20 June 2025, were adjusted to be repaid on 19 August 2025. In the event that the payment date falls on a statutory holiday or rest day, the payment date will be postponed to the first business day thereafter, and no additional interest will be accrued on the repayment amount during the postponed period.

Sino-Ocean Holding will repay 0.3% of the remaining principal of “H19 Sino-Ocean 2” within 30 trading days after the resolution is approved by vote at the bondholders’ meeting.

(4) *“H21 Sino-Ocean 1”*

For “H21 Sino-Ocean 1”, 5% of the principal (i.e. a principal repayment amount of RMB130 million) due on 12 August 2025 was adjusted to be repaid on 19 August 2025. In the event that the payment date falls on a statutory holiday or rest day, the payment date will be postponed to the first business day thereafter, and no additional interest will be accrued on the repayment amount during the postponed period.

For “H21 Sino-Ocean 1”, the payment of the interests accrued for the period from 31 December 2023 to 11 May 2025 on the current bonds due on 12 May 2025, and the interests accrued for the period from 12 May 2025 to 11 August 2025 on 5% of the principal (i.e. a principal repayment amount of RMB130 million) due on 12 August 2025, were adjusted to be repaid on 19 August 2025. In the event that the payment date falls on a statutory holiday or rest day, the payment date will be postponed to the first business day thereafter, and no additional interest will be accrued on the repayment amount during the postponed period.

Sino-Ocean Holding will repay 0.3% of the remaining principal of “H21 Sino-Ocean 1” within 30 trading days after the resolution is approved by vote at the bondholders’ meeting.

(5) *Special Notes*

As per the “Adjustment of the Terms of Grace Period for Repayment of Principal and Interest (調整本息兌付寬限期條款)” considered and approved at the 2024 First Bondholders’ Meetings of “H18 Sino-Ocean 1”, “H19 Sino-Ocean 1”, “H19 Sino-Ocean 2” and “H21 Sino-Ocean 1”, a grace period of 30 consecutive trading days from the date of repayment of principal and interest was granted for “H18 Sino-Ocean 1”, “H19 Sino-Ocean 1”, “H19 Sino-Ocean 2” and “H21 Sino-Ocean 1”. If Sino-Ocean Holding makes full repayment of the principal and interest due on “H18 Sino-Ocean 1”, “H19 Sino-Ocean 1”, “H19 Sino-Ocean 2” and “H21 Sino-Ocean 1” within the grace period or obtains the relevant waiver from the bondholders’ meeting, it will not constitute a default on the part of Sino-Ocean Holding in respect of “H18 Sino-Ocean 1”, “H19 Sino-Ocean 1”, “H19 Sino-Ocean 2” and “H21 Sino-Ocean 1”. The grace period of 30 trading days shall continue to apply to newly adjusted repayment dates in the Extension Resolutions of “H18 Sino-Ocean 1”, “H19 Sino-Ocean 1”, “H19 Sino-Ocean 2” and “H21 Sino-Ocean 1”.

2. Grace Period Adjustment Arrangement

The 2025 First Bondholders’ Meetings in respect of “H15 Sino-Ocean 5”, “H15 Sino-Ocean 3” and “H21 Sino-Ocean 2” were held from 7 April to 22 April 2025, but the relevant meetings have not been duly convened to approve by vote the “Resolutions on Adjustment of the Terms of Grace Period for Repayment of Principal and Interest” (《調整本息兌付寬限期條款的議案》), which aimed to extend the grace period of 30 to 60 consecutive trading days from the date of repayment of principal and interest.

(II) Progress on Restructuring of Interbank Bonds Types

During the trading suspension period, Sino-Ocean Holding’s subsisting interbank bonds “24 Sino-Ocean Holding PPN001 (Restructured)* (24遠洋控股PPN001 (重組))” and “22 Sino-Ocean Holding PPN001* (22遠洋控股PPN001)” required repayment of a total of interest amounting to approximately RMB262 million. Sino-Ocean Holding convened the holders’ meetings successively from February to April 2025 to negotiate the adjustment of the interest repayment arrangement. As of the date of this announcement, effective resolutions have not been formed. Sino-Ocean Holding is actively engaging with the investors concerned to discuss the solutions, striving to reach an agreement as early as possible. The aforementioned matter will not trigger the cross-default or early repayment provisions of the corporate bonds and will not have a substantial impact on the relevant resolutions reached for the corporate bonds. However, Sino-Ocean Holding may face additional costs such as default interest and late payment fees for the aforementioned matter regarding the interbank bond types, and the risks of (among others) account freezing, litigation and arbitration, and asset seizure could not be ruled out. Sino-Ocean Holding will pay close attention to and carefully assess the impact of the aforesaid matter on the operation and financial situation of Sino-Ocean Holding and fulfil its subsequent information disclosure obligations in a timely manner.

(III) Progress on Offshore Debt Restructuring by the Controlling Shareholder (i.e. the Company)

On 27 March 2025, the offshore debt restructuring proposal of the Company officially came into effect. The total size of the Company's offshore debt restructuring (principal together with accrued interest and applicable fees and charges) is approximately US\$6,315 million, which is converted into approximately US\$2,200 million of new loans and new notes, and approximately US\$4,115 million of new mandatory convertible bonds and/or new perpetual securities. The significant positive progress of the offshore debt restructuring of the Company (as a controlling shareholder of Sino-Ocean Holding) will create a favourable external environment for Sino-Ocean Holding to resolve its debt risks.

Going forward, while continuing to make every effort towards the goal of "ensuring delivery, stabilising operation", Sino-Ocean Holding will actively strive to formulate a holistic risk mitigation plan for onshore credit debts based on its actual resources, so as to protect and maximize of the rights and interests of all creditors in an effective and fair manner in accordance with the law, and secure Sino-Ocean Holding's viability and achieve sustainable operation.

Sino-Ocean Holding will strictly comply with the relevant rules and fulfil its obligation to disclose information on material matters in a timely manner.

Further announcement(s) will also be made by the Company as and when required in accordance with the relevant rules and regulations.

Shareholders, holders of debt securities of the Group and potential investors are advised (i) not to rely solely on the information contained in this announcement and (ii) to exercise caution when dealing in the securities of the Company. When in doubt, Shareholders, holders of debt securities of the Group and potential investors are advised to seek professional advice from professional or financial advisers.

By order of the Board
Sino-Ocean Group Holding Limited
SUM Pui Ying
Company Secretary

Hong Kong, 9 May 2025

As at the date of this announcement, the Board comprises Mr. LI Ming, Mr. WANG Honghui, Mr. CUI Hongjie and Ms. CHAI Juan as executive directors; Mr. ZHANG Zhongdang, Mr. YU Zhiqiang, Ms. SUN Jianxin and Ms. WANG Manling as non-executive directors; and Mr. HAN Xiaojing, Mr. LYU Hongbin, Mr. LIU Jingwei, Mr. JIANG Qi and Mr. CHEN Guogang as independent non-executive directors.

* *For identification purposes*