

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

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. No public offer of securities is to be made by the Company in the United States.



建業地產股份有限公司*

Central China Real Estate Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0832)

**EXECUTION OF SUPPLEMENTAL INDENTURES IN
RESPECT OF**

- (I) 6.75% SENIOR NOTES DUE 2021 (ISIN: XS1512966372);**
- (II) 6.50% SENIOR NOTES DUE 2021 (ISIN: XS1759562710);**
- (III) 7.25% SENIOR NOTES DUE 2023 (ISIN: XS1984473071);**
- (IV) 6.875% SENIOR NOTES DUE 2022 (ISIN: XS2037190514);**
- (V) 7.90% SENIOR NOTES DUE 2023 (ISIN: XS2076398184);**
- (VI) 7.25% SENIOR NOTES DUE 2024 (ISIN: XS2102302200);**
- AND (VII) 6.875% SENIOR NOTES DUE 2021 (ISIN:
XS2115155033)**

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

Reference is made to the announcements by the Company on 14 September 2020 and 24 September 2020 (the “**Announcements**”) in relation to the receipt of the Requisite Consents (as defined in the Consent Solicitation Statement) necessary for certain proposed amendments (the “**Proposals**”) to the Indentures, pursuant to the Consent Solicitation Statement. Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the Announcements.

The Company is pleased to announce the execution of each of the supplemental indentures (the “**Supplemental Indentures**”) to each of the Indentures, dated 29 September 2020 (the “**Effective Time**”), by and among the Company, the Subsidiary Guarantors and the Trustee, giving effect to the Proposals in compliance with the conditions contained in each of the Indentures.

For a detailed statement of the Proposals, holders of the Notes should refer to the Consent Solicitation Statement and to related documents.

The Company has made arrangement to pay any Consent Fee (as defined in the Consent Solicitation Statement) on 29 September 2020 in accordance with the terms set forth in the Consent Solicitation Statement.

The Supplemental Indentures will not become operative until the Company has paid the Consent Fee to the holders of the Notes who have validly delivered and not validly revoked the consents pursuant to the Consent Solicitation. From and after the Effective Time, each present and future holder of the Notes will be bound by the terms of the Indentures as amended by the Supplemental Indentures, whether or not such holder delivered Consent.

The distribution of this announcement in certain jurisdictions may be restricted by law. Persons who come into possession of this announcement are required to inform themselves about, and to observe, any such restrictions.

For further information in relation to the Consent Solicitation, please contact the Information and Tabulation Agent for the Consent Solicitation, Morrow Sodali (telephone: +44 208 089 3287 or +852 2158 8405; email: ccre@investor.morrowsodali.com; website: <https://bonds.morrowsodali.com/ccre>).

FORWARD-LOOKING INFORMATION

Forward-looking statements in this announcement are based on current expectations. These statements are not guarantees of future events or results. Future events and results involve some risks, uncertainties and assumptions that are difficult to predict. Actual events and results could vary materially from the description contained herein due to many factors including changes in the market and price for the Notes; changes in the business and financial condition of the Company and its subsidiaries; and changes in the debt markets in general.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the securities of the Company.

By order of the Board
Central China Real Estate Limited
Wu Po Sum
Chairman

Hong Kong, 29 September 2020

As at the date of this announcement, the Board comprises nine Directors, of which Mr. Wu Po Sum, Mr. Wang Jun and Mr. Yuan Xujun are executive Directors, Mr. Lim Ming Yan, Ms. Wu Wallis (alias Li Hua) and Ms. Chen Ying are non-executive Directors, Mr. Cheung Shek Lun, Mr. Xin Luo Lin and Dr. Sun Yuyang are independent non-executive Directors.

* *For identification purposes only*