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(於香港註冊成立的有限公司)  
(股份代號：1668)

## 海外監管公告

本海外監管公告乃根據香港聯合交易所有限公司(「聯交所」)證券上市規則(「上市規則」)第 13.10B 條刊發。

請參閱隨附之華南城控股有限公司之公告(「該公告」)，其已在新加坡證券交易所有限公司網站刊發。

在聯交所網站登載該公告僅為向香港投資者同步發佈資訊及遵守上市規則第 13.10B 條，並無其他目的。

代表董事會  
華南城控股有限公司  
主席兼執行董事  
鄭松興

香港，2022 年 6 月 29 日

於本公告日期，本公司執行董事為鄭松興先生、耿梅女士、萬鴻濤先生、覃文忠先生及鄭嘉汶女士；本公司非執行董事為鄭大報先生及雷鳴先生；以及本公司獨立非執行董事為梁君彥先生、大紫荊勳章、金紫荊星章、太平紳士、李偉強先生、許照中先生、太平紳士及申麗鳳女士。

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**China South City Holdings Limited**  
**華南城控股有限公司**

*(Incorporated in Hong Kong with limited liability)*  
**(Stock code: 1668)**

**OVERSEAS REGULATORY ANNOUNCEMENT**  
**RESULTS OF CONSENT SOLICITATION IN RELATION TO**

**11.50% SENIOR NOTES DUE 2022 (ISIN: XS2085883119, Common Code: 208588311)**  
**10.875% SENIOR NOTES DUE 2022 (ISIN: XS2120092882, Common Code: 212009288)**  
**7.25% SENIOR NOTES DUE 2022 (ISIN: XS1720216388, Common Code: 172021638)**  
**11.95% SENIOR NOTES DUE 2023 (ISIN: XS2238030162, Common Code: 223803016) and**  
**10.75% SENIOR NOTES DUE 2023 (ISIN: XS2227909640, Common Code: 222790964)**

This overseas regulatory announcement is made by the Company pursuant to Rule 13.10B of the Listing Rules.

Reference is made to the announcement of the Company dated 15 June 2022 (the “**Announcements**”) in relation to the Consent Solicitation. Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

The Company is pleased to announce that, as at the Expiration Date, it has received support from the vast majority of the Holders of the Notes in the Consent Solicitation and the Requisite Consents were obtained before the Expiration Date. The Company hereby announces that it has accepted the consents from the Holders of the Notes and plans to execute the supplemental indentures as described in the Consent Solicitation Statement to bring the proposed amendments into effect. The implementation of the Consent Solicitation will, among other things, (1) amend the definition of “Permitted Holders” under each of the Indentures to include SZCDG, its affiliates and certain persons related to SZCDG, and (2) amend clause (2) of the definition of “Change of Control” under each of the Indentures to increase the percentage of the Permitted Holders’ Voting Stock (as defined in the Indentures) of the Company from 20% to 29.9%. The Company believes such changes properly reflect the current shareholding structure after the share acquisition by SZCDG.

The Company would like to express its gratitude to the Holders for their support and prompt response, which has enabled a swift Consent Solicitation process. The Company would also like to thank the Holders for their confidence in the Company.

For further discussion of the payment of the Consent Fee, the proposed amendments, the implications of or other detailed information about the Consent Solicitation, please refer to the Announcements and the Consent Solicitation Statement.

## **GENERAL**

The distribution of this announcement in certain jurisdictions may be restricted by law. Persons into whose possession of this announcement comes are required to inform themselves about, and to observe, any such restrictions. Forward-looking statements in this announcement, including, among others, statements relating to the Consent Solicitation are based on current expectations. These statements are not guarantees of future events or results. Future events and results involve risks, uncertainties and assumptions and are difficult to predict with any precision. 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 Group, changes in the real estate or infrastructure industries and changes in the financial and capital markets in general.

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

By Order of the Board  
**China South City Holdings Limited**  
**CHENG Chung Hing**  
*Chairman & Executive Director*

Hong Kong, 29 June 2022

*As at the date of this announcement, the Executive Directors of the Company are Mr. Cheng Chung Hing, Ms. Geng Mei, Mr. Wan Hongtao, Mr. Qin Wenzhong and Ms. Cheng Ka Man Carman; the Non-Executive Directors of the Company are Mr. Cheng Tai Po and Mr. Lei Ming; and the Independent Non-Executive Directors of the Company are Mr. Leung Kwan Yuen Andrew, GBM, GBS, JP, Mr. Li Wai Keung, Mr. Hui Chiu Chung, JP and Ms. Shen Lifeng.*