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廣州富力地產股份有限公司
GUANGZHOU R&F PROPERTIES CO., LTD.*

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2777)

OVERSEAS REGULATORY ANNOUNCEMENT

This overseas regulatory announcement is issued by Guangzhou R&F Properties Co., Ltd. (the “**Company**”) pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

References are made to the announcement of the Company dated 6 February 2024 (the “**Announcement**”), the overseas regulatory announcements of the Company dated 14 March 2024, 5 April 2024, 9 April 2024 and 30 April 2024, and the circular of the Company dated 27 February 2024 (the “**Circular**”) in relation to, among other things, the Possible Disposal, the Consent Solicitations and the Exchange Offers. Unless otherwise defined, capitalized terms used herein have the same meanings as those defined in the Announcement and the Circular.

Please refer to the attached announcement (the “**Document**”) in relation to completion of the Consent Solicitations, which was published on the website of SGX-ST.

The posting of the Document on the website of the Stock Exchange is only for the purpose of facilitating equal dissemination of information to investors in Hong Kong and compliance with Rule 13.10B of the Listing Rules, and not for any other purposes.

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By order of the Board
Guangzhou R&F Properties Co., Ltd.
Li Sze Lim
Chairman

Hong Kong, 8 May 2024

As of the date of this announcement, the executive directors of the Company are Dr. Li Sze Lim, Mr. Zhang Hui and Mr. Xiang Lijun; the non-executive directors are Ms. Zhang Lin and Ms. Li Helen; and the independent non-executive directors are Mr. Zheng Ercheng, Mr. Ng Yau Wah, Daniel and Mr. Wong Chun Bong.

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This announcement is not a prospectus for the purposes of the Regulation (EU) 2017/1129, including as the same forms part of the domestic law in the United Kingdom.

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ANNOUNCEMENT COMPLETION OF CONSENT SOLICITATIONS

by

EASY TACTIC LIMITED
怡略有限公司

RELATING TO THE FOLLOWING NOTES

<u>Description of Debt Securities</u>	<u>ISIN</u>	<u>Maturity Date</u>
6.5% Cash / 7.5% PIK Senior Notes due 2025 (the " 2025 Notes ")	XS2495355674	11 July 2025
6.5% Cash / 7.5% PIK Senior Notes due 2027 (the " 2027 Notes ")	XS2495358009	11 July 2027
6.5% Cash / 7.5% PIK Senior Notes due 2028 (the " 2028 Notes ")	XS2495359403	11 July 2028

Reference is made to the announcement of the Company dated 6 February 2024 on the website of SEHK and the announcements of the Issuer dated 28 February 2024, 8 March 2024, 13 March 2024, 14 March 2024 and 5 April 2024 on the website of SGX-ST in respect of the Consent Solicitations (collectively, the "**Announcements**"). Unless otherwise defined, capitalized terms used in this announcement have the same meanings defined in the Announcements.

COMPLETION OF THE CONSENT SOLICITATIONS

On 8 May 2024, the Issuer has effected payment of the applicable Consent Fees in full to Noteholders.

In addition, the Transaction was consummated on 8 May 2024.

Accordingly, from and including 8 May 2024, the Amendment Documents have become operative and each present and future holder of the Notes is bound by the terms of the relevant Trust Deed, as amended and supplemented by the relevant Amendment Document.

As a result of the consummation of the Transaction, US\$409,144,920 in principal amount of the 2025 Notes, US\$539,162,752 in principal amount of the 2027 Notes and US\$222,176,624 in principal amount of the 2028 Notes are in the process of being cancelled. After the cancellation, US\$1,034,162,134 in principal amount of the 2025 Notes, US\$1,921,827,815 in principal amount of the 2027 Notes and US\$1,571,167,017 in principal amount of the 2028 Notes shall remain outstanding.

OTHER INFORMATION

The Issuer has retained J.P. Morgan Securities (Asia Pacific) Limited to act as the Solicitation Agent for the Consent Solicitations, and Morrow Sodali Limited to act as the Tabulation and Information Agent in relation to the Consent Solicitations (as stipulated in the Consent Solicitation Memorandum and related documents). Any questions relating to the Consent Solicitations should be directed to the Solicitation Agent at J.P. Morgan Securities (Asia Pacific) Limited (+852 2800 7632, +852 2800 8006, Liability_Management_GZRF@jpmorgan.com). Questions on how to participate in the Consent Solicitation may be directed to the Tabulation and Information Agent at the following addresses: in London - 103 Wigmore Street, W1U 1QS, London, United Kingdom; in Hong Kong – 29/F, No. 28 Stanley Street, Central, Hong Kong) and by telephone or by email to +44 20 4513 6933; +852 2319 4130 or gzrf@investor.morrowsodali.com

Unless stated otherwise, announcements in connection with the Consent Solicitations will be made through the website of the SGX-ST and SEHK and the Transaction Website (<https://projects.morrowsodali.com/optimus>), 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. Copies of the announcements, press releases and notices can also be obtained from the Transaction Website. Significant delays may be experienced where notices are delivered to the Clearing Systems, and Noteholders are urged to contact the Tabulation and Information Agent for the relevant announcements during the course of the Consent Solicitations. In addition, Noteholders may contact the Solicitation Agent for information.

8 May 2024