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## **RESULTS OF THE MEETINGS IN RESPECT OF THE CONSENT SOLICITATIONS**

**in relation to the**

**6.25 per cent. Notes due 2022 (Stock Code: 40254)**

**5.90 per cent. Notes due 2023 (Stock Code: 4427)**

**6.125 per cent. Notes due 2023 (Stock Code: 40320)**

**6.75 per cent. Notes due 2023 (Stock Code: 5309)**

**6.75 per cent. Notes due 2023 (Stock Code: 40007)**

**6.75 per cent. Notes due 2024 (Stock Code: 40174)**

**7.25 per cent. Notes due 2025 (Stock Code: 40321)**

**5.875 per cent. Guaranteed Bonds due 2024 (Stock Code: 5769)**

**(together, the “Securities”)**

**issued by**

**Greenland Global Investment Limited**

*(incorporated in the British Virgin Islands with limited liability)*

**(the “Issuer”)**

**and irrevocably and unconditionally guaranteed by**



**Greenland Holding Group Company Limited**

*(incorporated in the PRC with limited liability)*

**(the “Guarantor”)**

Reference is made to the announcement dated 31 October 2022 (the “**Announcement**”) in respect of the Securities and the U.S.\$370,000,000 5.60 per cent Notes due 2022 of the Issuer (the “**November 2022 Notes**”, and each series of the Securities and the November 2022 Notes, a “**Series**”). Unless otherwise stated, capitalised terms used in this announcement shall have the same meaning as ascribed thereto in the Announcement.

The Issuer and the Guarantor are pleased to announce the results of the Meetings held on 22 November 2022 in relation to the Consent Solicitations that the Extraordinary Resolution in respect of each Series was duly passed at the relevant Meeting.

The quorum required for, and the requisite majority of votes cast at, each Meeting was satisfied by Eligible Holders in respect of the relevant Extraordinary Resolution, irrespective of any participation at such Meeting by Ineligible Holders (the “**Eligibility Condition**”).

As the Eligibility Condition has been satisfied for each Series, all Extraordinary Resolutions have been passed.

Accordingly, the Issuer has decided to implement all Extraordinary Resolutions.

In respect of each Series, following the passing of the relevant Extraordinary Resolution and the satisfaction of the Eligibility Condition and subject to the payment of the Consent Fees and any Ineligible Holder Payments and (in respect of the November 2022 Notes) the payment of the Upfront Payment, the Proposed Amendments and Waivers will become effective on 25 November 2022 upon the execution of the Amendment Documentation for each Series.

As a result, any default, event of default or potential default under or breach of the Terms and Conditions or any terms and conditions of the documents relating to the relevant Series that may have occurred or may occur in connection with or resulting directly or indirectly from the Proposed Amendments, and any default, event of default or potential event of default under or breach of the Terms and Conditions or any terms and conditions of the documents relating to the relevant Series that may have occurred or may be continuing as at the Amendment Effective Date will have been waived by the Holders and the Issuer will not be in default under the Terms and Conditions of any Series upon the execution of the Amendment Documentation.

The Issuer further announces that the Consent Fees and any Ineligible Holder Payments in respect of each Series and the November 2022 Notes and the Upfront Payment in respect of November 2022 Notes shall be payable on 25 November 2022, subject to the terms and conditions set out in the Consent Solicitation Memorandum and the Notices of Meeting. For the avoidance of doubt, a pool factor of 90% currently applies to the June 2023 Notes held through the Clearing Systems such that the outstanding nominal amount of the June 2023 Notes corresponds to the pool factor multiplied by the nominal amount of the June 2023 Notes shown in the records of the Clearing Systems (the “**Clearing System Pool Factor**”). Accordingly, the Consent Fees or any Ineligible Holder Payments to be paid to each Holder of the June 2023 Notes will be calculated based on the nominal amount (after having been adjusted for the Clearing System Pool Factor).

Hong Kong, 22 November 2022

*As at the date of this announcement, the sole director of the Issuer is Mr. WU Zhengkui.*

*As at the date of this announcement, the directors of the Guarantor are Mr. ZHANG Yuliang, Ms. ZHANG Yun and Mr. GENG Jing.*

## **DISCLAIMER**

This announcement must be read in conjunction with the Consent Solicitation Memorandum. The Consent Solicitation Memorandum contains important information which should be read carefully before any decision is made with respect to the Consent Solicitations. If any Holder is in any doubt as to the action it should take or is unsure of the impact of the implementation of the Extraordinary Resolutions, it is recommended to seek its own financial advice, including in respect of any tax consequences, from its broker, bank manager, solicitor, accountant or other independent financial, tax or legal adviser. Any individual or company whose Securities are held on its behalf by a broker, dealer, bank, custodian, trust company or other nominee must contact such entity if it wishes to participate in the relevant Consent Solicitation or otherwise participate at the Meeting (including any adjourned Meeting). None of the Issuer, the Guarantor, the Solicitation Agents, the Trustee, the Agents or the Information and Tabulation Agent or any person who controls them, or any director, officer, representative, adviser, employee, agent or affiliate of, any such person expresses any opinion about the terms of the Consent Solicitations or Extraordinary Resolution or makes any recommendation whether Holders should participate in the Consent Solicitations or otherwise participate at the Meetings.

## **SOLICITATION AND DISTRIBUTION RESTRICTIONS**

### **United States**

The Consent Solicitations are only being made outside the United States, to persons other than “U.S. persons” (as defined in Regulation S under the Securities Act). Any purported participation in the Consent Solicitations are resulting directly or indirectly from a violation of these restrictions will be invalid and any participation in the Consent Solicitations by a person that is located in the United States or that is a U.S. person or by any agent, fiduciary or other intermediary acting on a non-discretionary basis for a beneficial owner that is giving instructions from within the United States or that is any U.S. person will not be accepted.

Neither this announcement nor the Consent Solicitation Memorandum is an offer of securities for sale in the United States or to any U.S. person. Securities may not be offered or sold in the United States absent registration or an exemption from registration. The Securities and the guarantees thereof have not been, and will not be, registered under the Securities Act, or the securities laws of any state or other jurisdiction of the United States, and may not be offered or sold in the United States or to, or for the account or benefit of, U.S. persons, unless an exemption from the registration requirements of the Securities Act is available.

Each Holder participating in the Consent Solicitations will represent that it is not a U.S. person (as defined in Regulation S under the Securities Act) and is not acting for the account or benefit of any U.S. person, and that it is not located in the United States.

For the purpose of this announcement and the Consent Solicitation Memorandum, “**United States**” means the United States of America, its territories and possessions, any state of the United States of America and the District of Columbia.

### **General**

Nothing in this announcement or the Consent Solicitation Memorandum constitutes or contemplates an offer of, an offer to purchase or the solicitation of an offer to sell any security in any jurisdiction and participation in the Consent Solicitations by a Holder in any circumstances in which such participation is unlawful will not be accepted.

In addition to the representations referred to above in respect of the United States, each Holder participating in the Consent Solicitations will be deemed to represent that it is an Eligible Holder. Any Consent Instruction from a Holder that is unable to make these representations will not be accepted. Each of the Issuer, the Guarantor, the Solicitation Agents, the Trustee, the Agents and the Information and Tabulation Agent reserves the right, in

its absolute discretion, to investigate, in relation to any submission of Consent Instructions, whether any such representation given by a Holder is correct and, if such investigation is undertaken and as a result the Issuer determines (for any reason) that such representation is not correct, such Consent Instruction may be rejected.