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KAISA GROUP HOLDINGS LTD.

佳兆業集團控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1638)

**FURTHER INFORMATION IN RELATION TO
THE OFFSHORE DEBT RESTRUCTURING – OCCURRENCE OF
THE RUI JING SCHEMES EFFECTIVE DATE**

References are made to the announcements of Kaisa Group Holdings Ltd. (the “**Company**”) dated 17 October 2023, 20 August 2024, 13 September 2024, 16 September 2024, 29 November 2024, 11 December 2024, 19 December 2024, 27 January 2025, 7 February 2025, 28 February 2025, 24 March 2025, 28 March 2025 and 8 April 2025 (the “**Announcements**”) regarding the Restructuring. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those used in the Announcements and the explanatory statement relating to the Rui Jing Hong Kong Scheme and the Rui Jing BVI Scheme dated 7 February 2025 (the “**Rui Jing Schemes Explanatory Statement**”).

As set out in the Rui Jing Schemes Explanatory Statement, the effectiveness of the Rui Jing Hong Kong Scheme is conditional upon the satisfaction of all of the following conditions (the “**Rui Jing Hong Kong Scheme Conditions**”), being:

- (i) the approval of the Rui Jing Hong Kong Scheme (with or without modifications) by a simple majority in number of the Rui Jing Scheme Creditors present and voting at the Rui Jing Hong Kong Scheme Meeting either in person (including by authorized representative of a corporation) or by proxy representing at least 75% in value of the aggregate Voting Rui Jing Scheme Claims of the Rui Jing Scheme Creditors present and voting at the Rui Jing Hong Kong Scheme Meeting either in person (including by authorised representative of a corporation) or by proxy;
- (ii) the sanction of the Rui Jing Hong Kong Scheme by the High Court (with or without modification); and
- (iii) the filing of a sealed copy of the Rui Jing Hong Kong Scheme Sanction Order with the Registrar of Companies in Hong Kong.

As set out in the Rui Jing Schemes Explanatory Statement, the effectiveness of the Rui Jing BVI Scheme is conditional upon the satisfaction of all of the following conditions (the “**Rui Jing BVI Scheme Conditions**”), being:

- (i) the approval of the Rui Jing BVI Scheme (with or without modifications) by a simple majority in number of the Rui Jing Scheme Creditors present and voting at the Rui Jing BVI Scheme Meeting either in person (including by authorized representative of a corporation) or by proxy representing at least 75% in value of the aggregate Voting Rui Jing Scheme Claims of the Rui Jing Scheme Creditors present and voting at the Rui Jing BVI Scheme Meeting either in person (including by authorised representative of a corporation) or by proxy;
- (ii) the sanction of the Rui Jing BVI Scheme by the Eastern Caribbean Supreme Court in the High Court of Justice (with or without modification); and
- (iii) the filing of a copy of the Rui Jing BVI Scheme Sanction Order with the BVI Registrar of Corporate Affairs.

The Board is pleased to announce that, as at the date of this announcement, all of the Rui Jing Hong Kong Scheme Conditions and the Rui Jing BVI Scheme Conditions have been satisfied and the Rui Jing Schemes Effective Date has occurred on 21 May 2025 (BVI time) or 22 May 2025 (Hong Kong time).

A copy of the Rui Jing Hong Kong Scheme Sanction Order and a copy of the Rui Jing BVI Scheme Sanction Order are available to download from the Transaction Website (<https://deals.is.kroll.com/kaisa>).

Further announcement(s) will be made by the Company to inform shareholders and other investors of the Company of any material development on the Restructuring as and when appropriate.

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

By Order of the Board
KAISA GROUP HOLDINGS LTD.
Kwok Ying Shing
Chairman and Executive Director

Hong Kong, 23 May 2025

As at the date of this announcement, the executive Directors are Mr. Kwok Ying Shing, Mr. Mai Fan, Mr. Li Haiming, Mr. Kwok Hiu Kwan, Ms. Luo Tingting, Mr. Song Wei and Mr. Liu Lihao; and the independent non-executive Directors are Mr. Rao Yong, Mr. Zhang Yizhao, Mr. Liu Xuesheng and Mr. Li Dapeng.

* *For identification purposes only*