

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 is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Company. This announcement is not, and does not form any part of, an offer to buy or sell or the solicitation of an offer to buy or sell 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. The securities referred to herein have not been and will not be registered under the U.S. Securities Act of 1933, and may not be offered, sold or otherwise transferred within the United States absent registration or an exemption from registration. Any public offering of securities to be made in the United States will be made by means of a prospectus that may be obtained from the Company and will contain detailed information about the Company and management, as well as financial statements. The Company does not intend to register any part of any offering referred to herein in the United States.



中國奧園集團股份有限公司
China Aoyuan Group Limited

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 3883)

INSIDE INFORMATION

This announcement is made by China Aoyuan Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rules 13.09(2)(a) and 37.47B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcements of the Company dated 28 February 2023, 24 March 2023, 27 March 2023, 31 March 2023, 6 April 2023, 12 June 2023, 2 July 2023, 11 July 2023, 10 August 2023, 22 September 2023, 11 October 2023 and 7 November 2023 (together, the “**Announcements**”), the explanatory statements issued by (i) the Company on 7 November 2023 to the China Aoyuan Scheme Creditors; and (ii) Add Hero on 7 November 2023 to the Add Hero Scheme Creditors (together, the “**Original Explanatory Statements**”), and the supplements to the Original Explanatory Statements issued by (i) the Company on 24 November 2023 to the China Aoyuan Scheme Creditors; and (ii) Add Hero on 24 November 2023 to the Add Hero Scheme Creditors (together, the “**Supplements**” and the Supplements together with the Original Explanatory Statements, the “**Explanatory Statements**”). Reference is also made to the (i) Notice of the China Aoyuan HK Scheme Meeting; (ii) Notice of the China Aoyuan Cayman Scheme Meeting; (iii) Notice of the Add Hero HK Scheme Meeting; and (iv) Notice of the Add Hero BVI Scheme Meeting, each dated 7 November 2023 (together, the “**Notices of Scheme Meeting**”). Unless otherwise stated, capitalised terms used in this announcement shall have the same meaning as ascribed thereto in the Announcements, the Explanatory Statements and the Notices of Scheme Meeting.

Supplement to the Explanatory Statements

The Company and Add Hero issued the Supplements to update the China Aoyuan Scheme Creditors and the Add Hero Scheme Creditors of amendments to the Original Explanatory Statement, which were primarily clarificatory and typographical in nature. Further information and documents, including the Supplements are available for download at <https://projects.morrowsodali.com/Aoyuan>.

The implementation of the Proposed Restructuring will be subject to many factors outside of the control of the Company. As there is no assurance that the Proposed Restructuring will be successfully implemented, Shareholders, holders of securities of the Company and other investors of the Company are (i) advised not to rely solely on the information contained in this announcement and (ii) reminded to consider the related risks and exercise caution when dealing in the shares and other securities of the Company. When in doubt, Shareholders, holders of other securities of the Company and other investors of the Company are advised to seek professional advice from their own professional or financial advisers.

By order of the Board
China Aoyuan Group Limited
Guo Zi Wen
Chairman

Hong Kong, 27 November 2023

As at the date of this announcement, the executive directors of the Company are Mr. Guo Zi Wen, Mr. Chen Zhi Bin and Mr. Tan Yi; the non-executive director of the company is Mr. Ma Jun; and the independent non-executive directors of the Company are Mr. Cheung Kwok Keung, Mr. Lee Thomas Kang Bor and Mr. Wong Wai Keung Frederick.