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CHINESE ESTATES HOLDINGS LIMITED
(Incorporated in Bermuda with limited liability)
(Stock Code: 127)

DISCLOSURE PURSUANT TO RULE 13.13 OF THE LISTING RULES

This announcement is made by Chinese Estates Holdings Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) pursuant to Rule 13.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”).

References are made to the announcement of the Company dated 14 September 2023 and the circular of the Company dated 6 October 2023 in relation to, among others, the successful tender for a piece of land known as New Kowloon Inland Lot No. 6590, situated at Kai Tak Area 2A Site 2 and Site 3, Kai Tak, Kowloon, Hong Kong (the “**Land**”) from the Lands Department by Capital Asian Limited (“**Capital Asian**”), which in turn is wholly owned by Fansway Limited (the “**JV**”), a joint venture company ultimately held as to 10% by the Company and as to the remaining 90% by other joint venture partners (together with the Company, the “**JV Partners**”).

Advances to and Financial Assistance and Guarantee given in relation to Capital Asian

Loan Advances to Capital Asian

Up to the date of this announcement, the Group has made various advances to Capital Asian by way of loan (the “**Loan Advances**”) to fund the partial payment of the land premium and development cost of the Land, with the balance of the Loan Advances together with accrued interest in aggregate amounts to HK\$414,585,743.93. The Loan Advances are unsecured, have no fixed repayment term, and currently carry interest at 2% per annum.

Syndicated Loan Facility Agreement

On 22 January 2026, Capital Asian (as borrower) and syndicated lenders (being two banks) together with mandated lead arrangers, facility agent and security agent entered into a term loan facility agreement (the “**Syndicated Loan Facility Agreement**”) in relation to term loan facilities in the aggregate principal amount of HK\$8,000,000,000 (the “**Syndicated Loan Facility**”) for the purpose of (i) refinancing the outstanding principal amount of the existing HK\$2,140,000,000 term loan owed by Capital Asian to an external bank; and (ii) financing or refinancing the construction costs and related professional fees in relation to the development of the Land (the “**Project**”). The aggregate outstanding amount drawn down from the Syndicated Loan Facility, together with all accrued interest and all other moneys payable

thereon, shall be repaid in one lump sum on the final maturity date. The final maturity date of the Syndicated Loan Facility shall be the earlier of (i) 60 months from the date of the Syndicated Loan Facility Agreement; (ii) 6 months after the issuance of certificate of compliance in relation to the Project; and (iii) 30 November 2030 (provided that this limb (iii) shall not apply if Capital Asian has obtained the occupation permit in relation to the Project on or before 30 November 2030).

As security for Capital Asian's obligations under the Syndicated Loan Facility, the Company (as guarantor) executed (among others) a several, not joint, unconditional and irrevocable guarantee and indemnity in favour of the security agent of the Syndicated Loan Facility (for benefit of the secured parties thereof) to guarantee the obligations of Capital Asian under the Syndicated Loan Facility Agreement up to a maximum amount of HK\$800,000,000, which is equivalent to 10% of the maximum principal amount of the Syndicated Loan Facility and is in proportion of the equity interest ultimately owned by the Company in the JV.

Other security for the Syndicated Loan Facility include, among other things, the following in relation to the Project: (i) a first ranking building mortgage; (ii) assignment of rental proceeds; (iii) assignment of sale proceeds; (iv) a debenture over all Capital Asian's property, assets and undertakings including a first fixed charge over designated account(s); (v) assignment of insurance; (vi) share charge over all the issued share capital of Capital Asian; (vii) assignment of building contract; (viii) subordination agreement; and (ix) funding and completion undertaking by the JV Partners and Capital Asian.

Listing Rules Implication

As (i) the Loan Advances together with accrued interest of HK\$414,585,743.93 made by the Group and (ii) the guarantee given by the Company under the Syndicated Loan Facility Agreement up to HK\$800,000,000 in aggregate amount to HK\$1,214,585,743.93, which exceeds 8% under the assets ratio of the Group as defined under Rule 14.07(1) of the Listing Rules, the Company is under a general disclosure obligation pursuant to Rule 13.13 of the Listing Rules.

The Company will make continuing disclosure pursuant to Rule 13.20 of the Listing Rules in its subsequent interim and annual reports for so long as circumstances giving rise to the obligation under Rule 13.13 of the Listing Rules continue to exist.

On behalf of the Board
Mak, Kai-ye
Company Secretary

Hong Kong, 22 January 2026

As at the date of this announcement, the Board comprised Ms. Chan, Hoi-wan and Ms. Chan, Lok-wan as Executive Directors, Mr. Lau, Ming-wai and Ms. Amy Lau, Yuk-wai as Non-executive Directors, and Mr. Chan, Kwok-wai, Mr. Leung, Yun-fai and Mr. Ma, Tsz-chun as Independent Non-executive Directors.

Website: <https://www.chineseestates.com>