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RiseSun Real Estate Development Co., Ltd.

荣盛房地产发展股份有限公司

(incorporated with limited liability in the People's Republic of China)

**OFFER TO EXCHANGE AND CONSENT SOLICITATION
RELATING TO THE OUTSTANDING 8.95% SENIOR NOTES DUE 2022
(ISIN: XS2280638607; Common Code: 228063860)
AND
THE OUTSTANDING 8.0% SENIOR NOTES DUE 2022
(ISIN: XS1979285571; Common Code: 197928557)**

**RESULTS OF THE EXCHANGE OFFER AND CONSENT
SOLICITATION**

Reference is made to the announcement of the Company dated December 16, 2021 and December 31, 2021 (collectively, the “**Announcements**”) in relation to the Exchange Offer and Consent Solicitation. Capitalized terms used in this announcement shall have the same meaning ascribed to them in the Announcements.

The Company is pleased to announce that, as of 4:00 p.m., London time, on January 7, 2022 (the “**Extended Expiration Deadline**”), the Company has successfully concluded the transaction as proposed by the Company in the Exchange Offer and Consent Solicitation Memorandum with the support from the holders of the Existing Notes. The Company is also pleased to announce that it will proceed with the Scheme to exchange all Existing Notes with substantially the same economic terms as the Exchange Offer and Consent Solicitation, as contemplated in the Term Sheet attached to the Creditor Support Agreement, in lieu of the Exchange Offer and Consent Solicitation to seek a more holistic resolution with respect to the exchange of all of the Existing Notes into the New Notes on the Transaction Effective Date in order to protect the interests of all holders of the Existing Notes.

The Company is pleased to notify holders of the Existing Notes that from January 14, 2022, the coupon rate would step up to 9.5% per annum, equal to the interest rate of the New Notes, and interest accrued at such rate will be paid on the Transaction Effective Date as set out in the Credit Support Agreement. In addition, as a good faith gesture in response to strong support for the Company from Eligible Holders, the Instruction Fee Deadline has already been extended to the Extended Expiration Deadline, and the Company is also pleased to announce that the Instruction Fee for all Eligible Holders who have validly tendered their Existing Notes for exchange in accordance with the terms of the Exchange Offer and Consent Solicitation and acceded to the Creditor Support Agreement will be increased from 0.5% to 1.5% of the aggregate principal amount of

an Eligible Restricted Note as set out in the Creditor Support Agreement.

The Company has transferred the funds for settlement of the cash component of the consideration for the participating Scheme Creditors (the “**Scheme Settlement Funds**”) to the Company’s account in Hong Kong, and will deposit the Scheme Settlement Funds to a safe keeping account on January 14, 2022 and ensure that the Scheme Settlement Funds will remain in the designated account for the designated purposes of distribution to the holders of the Existing Notes on the Transaction Effective Date. On January 14, 2022, the Company will, through the Information, Exchange and Tabulation Agent, provide further updates to the holders of the Existing Notes..

The Company would like to express its deepest gratitude to the holders again for their strong support. The swift move and approval by the holders to proceed with the Scheme to exchange all Existing Notes would provide long term stability and enable the Company to improve its overall financial condition, extend its debt maturity profile, strengthen its balance sheet, improve its cash flow management and enhance its ability to satisfy its debt obligations. The Company would also like to thank the dealer manager Haitong International Securities Company Limited, the Company’s legal adviser Sidley Austin, and the dealer manager’s legal adviser Linklaters as well as the other professional parties involved for their exemplary professionalism and execution capabilities, which made the successful transaction possible.

Information regarding the Creditor Support Agreement and the terms of the New Notes is set out in the Exchange Offer and Consent Solicitation Memorandum, which is available, subject to eligibility, on the Transaction Website: <https://bonds.morrowsodali.com/risesun>. Requests for copies of the Exchange Offer and Consent Solicitation Memorandum, the Supplemental Exchange Offer and Consent Solicitation Memorandum, the Creditor Support Agreement and all related documents may be directed to the Information, Exchange and Tabulation Agent at the address and telephone number as set forth in the Exchange Offer and Consent Solicitation Memorandum. Subsequent announcements and documentation regarding the Scheme will be made available via the Information, Exchange and Tabulation Agent. The Company encourages holders who have not yet identified themselves to contact the Information, Exchange and Tabulation Agent with respect of their holdings and to obtain relevant updates from time to time. The contact information of the Information, Exchange and Tabulation Agent is set out as follows:

Morrow Sodali Limited

Telephone: (in London) +44 20 4513 6933 and (in Hong Kong) +852 2319 4130

Email: risesun@investor.morrowsodali.com

Transaction Website: <https://bonds.morrowsodali.com/risesun>

GENERAL

The New Notes have not been registered under the U.S. Securities Act, or the securities laws of any state and may not be offered or sold in the United States absent registration or an exemption from the registration requirements of the U.S. Securities Act and applicable state securities laws. This announcement is not an offer to purchase or a solicitation of an offer to sell securities and neither this announcement nor anything herein forms the basis for any contract or commitment whatsoever. This announcement does not constitute, and may not be used in connection with, any form of offer or solicitation in any place where such offers or solicitations are not permitted by law. This announcement is

not for release, publication or distribution in or into, or to any person resident and/or located in, any jurisdiction where such release, publication or distribution is unlawful.

Shareholders, holders of the Existing Notes and potential investors should note that completion of the Scheme remains subject to the final approval by the BVI Court. No assurance can be given that the Scheme will be completed and the Company reserves the right to amend, withdraw or terminate the Scheme subject to the Creditor Support Agreement.

As the Scheme may or may not complete, shareholders, holders of the Existing Notes and potential investors should exercise caution when dealing in the shares of the Company or the Existing Notes.

The distribution of this announcement in certain jurisdictions may be restricted by law. Persons into whose possession this announcement comes are required to inform themselves about, and to observe, any such restrictions.

By order of the Board
RiseSun Real Estate Development Co., Ltd.
Geng Jianming
Director

January 10, 2022

As of the date of this announcement, the directors of the Company are Mr. Geng Jianming, Mr. Liu Shan, Mr. Zhuang Qingfeng, Mr. Jing Zhonghua and Mr. Qin Desheng