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ZHONGYUAN ZHICHENG CO., LTD.
(中原志诚有限公司)
(incorporated with limited liability in the British Virgin Islands)
(the "**Issuer**")

and

中原豫资投资控股集团有限公司
Zhongyuan Yuzi Investment Holding Group Co.,Ltd

ZHONGYUAN YUZI INVESTMENT HOLDING GROUP CO., LTD.
(中原豫資投資控股集團有限公司)
(incorporated with limited liability in the People's Republic of China)
(the "**Guarantor**")

Consent Solicitation in relation to the outstanding

U.S.$500,000,000 5.9 per cent. guaranteed sustainable bonds due 2027
(Stock Code: 5021)
(the "Bonds")

(ISIN: XS2813134793; Common Code: 281313479)

CHANGE IN CONSENT FEE

Reference is made to the announcement of the Issuer and the Guarantor on 19 May 2026 (the "**Announcement**"), the consent solicitation memorandum dated 19 May 2026 (the "**Consent Solicitation Memorandum**") and the notice of meeting dated 19 May 2026 (the "**Notice of Meeting**") in connection with the Consent Solicitation. Capitalised terms used but not defined herein shall have the meanings given to them in the Consent Solicitation Memorandum, the Notice of Meeting and the Announcement.

CHANGE IN CONSENT FEE

Pursuant to the section titled "*Amendment and Terminations*" of the Consent Solicitation Memorandum, the Issuer and the Guarantor reserved the right to extend, re-open or amend the Consent Solicitation (other than the terms of the

Extraordinary Resolution) in any respect, including, but not limited to, any amendment in relation to the consent fees. The Issuer and the Guarantor hereby announce that, with immediate effect, it has amended the consent fee payable in relation to the Consent Solicitation. **For the avoidance of doubt, no change has been made to the Proposed Amendments and other terms and conditions of the Consent Solicitation. Except as otherwise set out herein, the Consent Solicitation shall remain subject to the terms and conditions set forth in the Consent Solicitation Memorandum and the Notice of Meeting.**

The Issuer and the Guarantor have published the notice of change in consent fee on 1 June 2026 (the "**Notice**"). Please refer to the Notice for further details in relation to the change in consent fee. To the extent that any term of the Consent Solicitation set forth in the Consent Solicitation Memorandum, the Notice of Meeting or any prior announcements of the Issuer and the Guarantor in respect of the Consent Solicitation is inconsistent with that in the Notice, the term set forth in the Notice shall prevail.

Subject to (i) the Meeting being quorate and validly held, (ii) the Extraordinary Resolution being passed by the Bondholders at the Meeting, (iii) the Eligibility Condition being satisfied, (iv) the Supplemental Trust Deed being executed and delivered, and (v) the Proposed Amendments being effective (collectively, the "**Consent Fee Conditions**"), the Issuer will make a cash payment of U.S.$0.1 per U.S.$1,000 in principal amount of the relevant Bonds (the "**Consent Fee**") to each Bondholder (a) who has submitted a valid Electronic Voting Instruction in favour of the Extraordinary Resolution in respect of the Meeting which shall be received by the Information and Tabulation Agent by no later than the Voting Deadline, (b) whose Bonds remain blocked until the conclusion of the Meeting and (c) who is not a Sanctions Restricted Person (as defined in the Consent Solicitation Memorandum).

Subject to the satisfaction of all Consent Fee Conditions, the Consent Fee will be paid no later than 30 days following the date of the execution of the Supplemental Trust Deed (such date, the "**Settlement Date**"). The Issuer and/or the Guarantor will not be obligated to pay the Consent Fee if any of the above conditions are not met (or waived by the Issuer or the Guarantor, in whole or in part, in their discretion).

For the avoidance of doubt, Bondholders who have already submitted (and have not revoked) a valid Electronic Voting Instruction through the Clearing Systems to instruct the Registered Holder to appoint the Information and Tabulation Agent (or its nominee) to attend and vote (on its behalf) in favour of the Extraordinary Resolution on or before the date of the Notice, will be eligible for the Consent Fee (subject to the satisfaction of all Consent Fee Conditions).

Bondholders will not be eligible for the Consent Fee if they (i) arrange to attend and vote at the Meeting in person or by proxy other than the Information and Tabulation Agent (or its nominee) by communicating a valid Electronic Voting Instruction through the Clearing Systems; (ii) attend, or seek to attend, or make any other arrangement to be represented at the Meeting; (iii) submit an Electronic Voting Instruction to vote against the Extraordinary Resolution; (iv) abstain from voting on the Extraordinary Resolution; (v) take no action; (vi) unblock their Bonds before the conclusion of the Meeting; or (vii) are Sanctioned Restricted Persons.

In the reasonable opinion of the Issuer or the Guarantor acting in accordance with applicable law and the Trust Deed, each of the Issuer and the Guarantor believes that the change in the Consent Fee set forth above may be materially prejudicial to the interest of Bondholders who have already submitted Electronic Voting Instructions on the Extraordinary Resolution before the date of the Notice. Therefore, Bondholders who have submitted Electronic Voting Instructions prior to the date of the Notice may revoke their instructions by submitting a revocation instruction at any time from the date of the Notice until 5:00 p.m. (Hong Kong time) on 4 June 2026 (subject to any earlier deadlines required by the Clearing Systems and any intermediary, bank or securities broker through which Bondholders hold their Bonds) (the "**Revocation Deadline**") in accordance with the procedures set out in "*Procedures in connection with the Consent Solicitation*" of the Consent Solicitation Memorandum and as further described in the Notice.

If no revocation instruction is received from such Bondholder on or prior to the Revocation Deadline, such Bondholder's Electronic Voting Instruction will remain valid and irrevocable after the Revocation Deadline. Bondholders should note that any Electronic Voting Instructions submitted on or after the date of the Notice shall be irrevocable.

Bondholders who have already submitted valid Electronic Voting Instructions through the Clearing Systems to instruct the Registered Holder to appoint the Information and Tabulation Agent (or its nominee) to attend and vote (on its behalf) in favour of the Extraordinary Resolution on or before the date of the Notice, and do not wish to revoke such instructions, do not need to take any action.

FURTHER DETAILS

The Issuer and the Guarantor have appointed China International Capital Corporation Hong Kong Securities Limited to act as the Solicitation Agent and Kroll Issuer Services Limited to act as the Information and Tabulation Agent in connection with the Meeting.

Copies of the Notice of Meeting, the Consent Solicitation Memorandum, the Notice and its related documents may be found on the Transaction Website or may be requested from the Information and Tabulation Agent. Any questions or requests for assistance in connection with submission of an instruction may be directed to the Information and Tabulation Agent at:

Kroll Issuer Services Limited

In Hong Kong:

3/F Three Pacific Place
1 Queen's Road East
Admiralty
Hong Kong
Tel: +852 2281 0114

In London:

The News Building
3 London Bridge Street
London SE1 9SG
United Kingdom
Tel: +44 20 7704 0880

Email: zhongyuan@is.kroll.com

Attention: Mu-yen Lo / Kevin Wong

Transaction Website: https://deals.is.kroll.com/zhongyuan

Any questions or requests for assistance concerning the Consent Solicitation may be directed to the Solicitation Agent at:

China International Capital Corporation Hong Kong Securities Limited
29th Floor, One International Finance Centre
1 Harbour View Street
Central, Hong Kong

Email: IB_Project_Z_2026@cicc.com.cn

Hong Kong, 1 June 2026

As at the date of this announcement, the sole director of Zhongyuan Zhicheng Co., Ltd. (中原志诚有限公司) is Botong CHENG and the directors of Zhongyuan Yuzi Investment Holding Group Co., Ltd. (中原豫資投資控股集團有限公司) are Li Ming (李明), Miao Wenquan (繆文全), Wu Guoxue (吳國學), Bi Yuquan (畢玉泉), Li Cangjing (李蒼箐), Ma Jiayu (馬家昱), Ma Jinliang (馬金亮), Song Lusheng (宋錄生) and Cai Yongcan (蔡永燦).