

Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities
For the month ended: 31 December 2025
Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Sunac China Holdings Limited (the "Company")Date Submitted: 06 January 2026
I. Movements in Authorised / Registered Share Capital

1. Class of shares	Ordinary shares	Type of shares	Not applicable		Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	01918	Description					
		Number of authorised/registered shares			Par value	Authorised/registered share capital	
Balance at close of preceding month		30,000,000,000	HKD	0.1	HKD	3,000,000,000	
Increase / decrease (-)		0			HKD	0	
Balance at close of the month		30,000,000,000	HKD	0.1	HKD	3,000,000,000	
Total authorised/registered share capital at the end of the month: HKD						3,000,000,000	

II. Movements in Issued Shares and/or Treasury Shares

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	01918	Description				
		Number of issued shares (excluding treasury shares)		Number of treasury shares	Total number of issued shares	
Balance at close of preceding month		11,469,843,543		0	11,469,843,543	
Increase / decrease (-)		1,150,833,029		0		
Balance at close of the month		12,620,676,572		0	12,620,676,572	

III. Details of Movements in Issued Shares and/or Treasury Shares**(A). Share Options (under Share Option Schemes of the Issuer)** Not applicable

(B). Warrants to Issue Shares of the Issuer

Not applicable

(C). Convertibles (i.e. Convertible into Shares of the Issuer)

1. Class of shares	Ordinary shares		Type of shares	Not applicable		Listed on the Exchange (Note 1)			Yes			
Stock code (if listed)	01918		Description									
Description of the Convertibles		Currency	Amount at close of preceding month	Movement during the month		Amount at close of the month	Number of new shares issued during the month pursuant thereto (C1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (C2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month			
1). Zero Coupon Mandatory Convertible Bonds due 2028 issued on 20 November 2023 ("MCB")	USD		96,629,180	Cancelled	-96,629,180	0	0	0	0	0		
Type of the Convertibles	Bond/Notes											
Stock code of the Convertibles (if listed on the Exchange) (Note 1)												
Subscription/Conversion price	HKD 4											
General Meeting approval date (if applicable)	30 June 2023											
2). Zero Coupon Shareholder Mandatory Convertible Bond due 2028 issued on 20 November 2023 ("Shareholder Bond")	USD		15,812,060	Cancelled	-15,812,060	0	0	0	0	0		
Type of the Convertibles	Bond/Notes											
Stock code of the Convertibles (if listed on the Exchange) (Note 1)												
Subscription/Conversion price	HKD 4											
General Meeting approval date (if applicable)	30 June 2023											
3). Zero-coupon mandatory convertible bonds due 2026 issued on 23 December 2025 ("MCB 1")	USD		0	Issued	7,258,934,519	6,499,060,529	871,620,150	0	7,454,804,724			
Type of the Convertibles	Bond/Notes											
Stock code of the Convertibles (if listed on the Exchange) (Note 1)												
Subscription/Conversion price	HKD 6.8											
General Meeting approval date (if applicable)	09 September 2025											
4). Zero-coupon mandatory convertible bonds due 2028 issued on 23 December 2025 ("MCB 2")	USD		0	Issued	2,400,133,056	2,400,133,056	0	0	4,862,607,230			
Type of the Convertibles	Bond/Notes											

Stock code of the Convertibles (if listed on the Exchange) (Note 1)		
Subscription/Conversion price	HKD	3.85
General Meeting approval date (if applicable)	09 September 2025	

Increase in issued shares (excluding treasury shares): 871,620,150 Ordinary shares (CC1)

Decrease in treasury shares: 0 Ordinary shares (CC2)

Remarks:

References are made to the circular of the Company dated 22 August 2025 (the "Circular") and the announcements of the Company dated 23 December 2025 and 29 December 2025. Unless otherwise specified, terms used below shall have the same meanings as defined in the Circular.

The Company's Existing Debt were fully discharged and released in exchange for the issuance of the MCB 1 and MCB 2, in each case to the Scheme Creditors on 23 December 2025 in accordance with the terms of the Scheme. The terms of the MCB 1 and MCB 2 are set out in the Circular and the announcement of the Company dated 29 December 2025.

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer, including Options (other than Share Option Schemes)

Not applicable

(E). Other Movements in Issued Shares and/or Treasury Shares

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	01918	Description				
Events	At price (if applicable)		Date of event (Note 2)	General Meeting approval date (if applicable)	Increase/ decrease (-) in issued shares (excluding treasury shares) during the month pursuant thereto (E1)	Increase/ decrease (-) in treasury shares during the month pursuant thereto (E2)
	Currency	Amount				Number of shares redeemed or repurchased for cancellation but not yet cancelled as at close of the month (Note 3)

1). Allotment and issue of new shares pursuant to the Chiyu Restructuring Deed (as defined in the announcement of the Company dated 17 December 2025)

HKD 3.85 29 December 2025 30 June 2025 279,212,879 0 0

Increase/ decrease (-) in issued shares (excluding treasury shares): 279,212,879 Ordinary shares (EE1)

Increase/ decrease (-) in treasury shares: 0 Ordinary shares (EE2)

Remarks:

On 29 December 2025, the Company repaid debt of approximately HK\$775 million by the issue of 279,212,879 shares, which represented a discharge of approximately HK\$2.77 of the debt under the Chiyu Finance Documents (as defined in the announcement of the Company dated 17 December 2025) by each share.

Total increase/ decrease (-) in issued shares (excluding treasury shares) during the month (i.e. Total of AA1 to EE1): 1,150,833,029 Ordinary shares

Total increase/ decrease (-) in treasury shares during the month (i.e. Total of AA2 to EE2): 0 Ordinary shares

IV. Information about Hong Kong Depository Receipt (HDR) Not applicable

V. Confirmations

Pursuant to Main Board Rule 13.25C / GEM Rule 17.27C, we hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued, or the treasury shares sold or transferred by the issuer during the month as set out in Parts III and IV which has not been previously disclosed in a return published under Main Board Rule 13.25A / GEM Rule 17.27A, it has been duly authorised by the board of directors of the listed issuer and carried out in compliance with all applicable listing rules, laws and other regulatory requirements and, insofar as applicable:

(Note 4)

- (i) all money due to the listed issuer in respect of the issue of securities, or sale or transfer of treasury shares has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;
- (iv) all the securities of each class are in all respects identical (Note 5);
- (v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with all other legal requirements;
- (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue, sale or transfer;
- (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
- (viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Submitted by: WANG Mengde
Title: Director
(Director, Secretary or other Duly Authorised Officer)

Notes

1. The Exchange refers to The Stock Exchange of Hong Kong Limited.
2. In the case of repurchase of shares (shares repurchased and cancelled) and redemption of shares (shares redeemed and cancelled), "date of event" should be construed as "cancellation date".
In the case of repurchase of shares (shares held as treasury shares), "date of event" should be construed as "date on which shares were repurchased and held by the issuer in treasury".
3. The information is required in the case of repurchase of shares (shares repurchased for cancellation but not yet cancelled) and redemption of shares (shares redeemed but not yet cancelled). Please state the number of shares repurchased or redeemed during the month or in preceding month(s) but pending cancellation as at close of the month as a negative number.
4. Items (i) to (viii) are suggested forms of confirmation. The listed issuer may amend the item(s) that is/are not applicable to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, or the treasury shares sold or transferred, no further confirmation is required to be made in this return.
5. "Identical" means in this context:
 - the securities are of the same nominal value with the same amount called up or paid up;
 - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.