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SOHO CHINA LIMITED
SOHO 中國有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 410)

APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

SOHO China Limited (the “**Company**”) refers the announcement dated 16 June 2021 jointly issued by the Company and Two Cities Master Holdings II Limited (the “**Offeror**”) in relation to the pre-conditional voluntary conditional cash offer to be made by Goldman Sachs (Asia) L.L.C. on behalf of the Offeror for all the issued shares in the Company (other than those already owned by the Offeror and parties acting in concert with it) (the “**Joint Announcement**”). Capitalised terms used herein shall have the same meanings as those defined in the Joint Announcement unless otherwise specified.

The Company announces that Anglo Chinese Corporate Finance, Limited (“**Anglo Chinese**”), a corporation licensed to carry out Type 1 (dealing in securities), Type 4 (advising on securities), and Type 6 (advising on corporate finance) and Type 9 (asset management) regulated activities under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), has been appointed as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders in respect of the Offer. The appointment of Anglo Chinese as the Independent Financial Adviser has been approved by the Independent Board Committee pursuant to Rule 2.1 of the Takeovers Code.

The letter of advice from the Independent Financial Adviser and the letter of recommendation from the Independent Board Committee in relation to the Offer will, subject to the satisfaction or waiver of the Pre-Conditions, be included in the Composite Document to be jointly issued by the Company and the Offeror to the Shareholders in accordance with the requirements of the Takeovers Code.

WARNING

Shareholders of, and potential investors in, the Company should note that, as the making of the Offer is subject to the satisfaction or, if capable of being waived, waiver of the Pre-Conditions, the Offer may or may not be made. Further, completion of the Offer is subject to the Conditions being satisfied or, if capable of being waived, waived and therefore the Offer may or may not become unconditional and may or may not be completed. Accordingly, the issue of this announcement does not imply that the Offer will be made or will be completed. Shareholders of, and potential investors in, the Company should therefore exercise caution when dealing in the Shares. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.

By order of the board of
SOHO CHINA LIMITED
Pan Shiyi
Chairman

Hong Kong, 21 June 2021

As at the date of this announcement, the executive Directors are Mr. Pan Shiyi and Mrs. Pan Zhang Xin, Marita; and the independent non-executive Directors are Mr. Sun Qiang Chang, Mr. Xiong Ming Hua and Mr. Huang Jingsheng.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.

Company website: www.sohochina.com