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## GRANT OF WAIVER UNDER RULE 14.41(A) OF THE LISTING RULES

Reference is made to the announcement of Sino-Ocean Group Holding Limited (the "**Company**") dated 15 December 2022 (the "**Announcement**") in relation to, among others, the disposal of interests in property holding companies and property management company, which constitutes a major transaction of the Company under Chapter 14 of the Listing Rules. Capitalised terms used herein shall have the same meanings as defined in the Announcement unless otherwise defined.

Pursuant to Rule 14.41(a) of the Listing Rules, a circular (the "**Circular**") containing, among others, further details of the Aggregated Transaction as contemplated under the Master Agreements must be despatched to the SOGH Shareholders within 15 business days after publication of the Announcement, which is on or before 10 January 2023. As additional time is required for the Company to prepare the information to be included in the Circular, in particular, the statement of indebtedness of the SOGH Group, and to arrange bulk printing of the Circular, the Company has applied to the Stock Exchange for a waiver from strict compliance with Rule 14.41(a) of the Listing Rules (the "**Waiver**"). On 4 January 2023, the Stock Exchange granted the Waiver on the basis that the Company will despatch the Circular on or before 20 January 2023. The Stock Exchange may withdraw or change the Waiver if the Company's situation changes.

By order of the board of directors of  
**Sino-Ocean Group Holding Limited**  
**SUM Pui Ying**  
Company Secretary

Hong Kong, 5 January 2023

*As at the date of this announcement, the board of directors of the Company comprises Mr. LI Ming, Mr. WANG Honghui and Mr. CUI Hongjie as executive directors; Ms. HUANG Xiumei, Mr. ZHAO Peng, Mr. HOU Jun, Mr. CHEN Ziyang and Mr. ZHAN Zhong as non-executive directors; and Mr. HAN Xiaojing, Mr. SUEN Man Tak, Mr. WANG Zhifeng, Mr. JIN Qingjun and Ms. LAM Sin Lai Judy as independent non-executive directors.*