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CELESTIAL DYNASTY LIMITED

(incorporated in the British Virgin Islands with limited liability)

(the “Issuer”)



新創建 NWS

新創建集團有限公司*

NWS HOLDINGS LIMITED

(incorporated in Bermuda with limited liability)

(stock code: 00659)

(the “Guarantor”, together with the Issuer, the “Offerors”)

Tender offer to purchase for cash the U.S.\$650,000,000 4.25 per cent. Guaranteed Senior Notes due 2029 (ISIN: XS2009282539; Common Code: 200928253)

issued by the Issuer and unconditionally and irrevocably guaranteed by the Guarantor

(stock code: 5594)

(“Notes”)

SETTLEMENT OF THE TENDER OFFER

Reference is made to the announcements of the Offerors dated 5 December 2022 and 14 December 2022 (together, the “**Announcements**”) in respect of the Tender Offer. Capitalized terms used but not defined herein shall have the meanings given to them in the Announcements.

The Board accordingly announces that payment of the Tender Consideration for all Notes validly tendered and accepted for purchase by the Offerors was made on 20 December 2022.

Further to the settlement of the Tender Offer, U.S.\$92,301,000 in aggregate principal amount of the Notes were purchased and redeemed by the Offerors on 20 December 2022 and cancelled pursuant to the terms and conditions of the Notes. U.S.\$243,649,000 in aggregate principal amount of the Notes remain outstanding.

By Order of the Board
Dr. Cheng Kar Shun, Henry
Chairman

Hong Kong, 21 December 2022

As at the date of this announcement, the directors of the Issuer are Mr. Ma Siu Cheung, Mr. Ho Gilbert Chi Hang and Mr. Lam Jim.

As at the date of this announcement, (a) the executive directors of the Guarantor are Dr. Cheng Kar Shun, Henry, Mr. Ma Siu Cheung, Mr. Ho Gilbert Chi Hang, Dr. Cheng Chi Kong, Adrian, Mr. Cheng Chi Ming, Brian and Mr. Cheng Chi Leong, Christopher; (b) the non-executive directors of the Guarantor are Mr. To Hin Tsun, Gerald, Mr. Dominic Lai and Mr. William Junior Guilherme Doo (alternate director to Mr. William Junior Guilherme Doo: Mr. Lam Wai Hon, Patrick); and (c) the independent non-executive directors of the Guarantor are Mr. Shek Lai Him, Abraham, Mr. Lee Yiu Kwong, Alan, Mrs. Oei Wai Chi Grace Fung, Mr. Wong Kwai Huen, Albert, Professor Chan Ka Keung, Ceajer and Ms. Ng Yuen Ting, Yolanda.

* *For identification purposes only*