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MIDEA REAL ESTATE HOLDING LIMITED

美的置業控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3990)

**VOLUNTARY ANNOUNCEMENT
TRANSFER OF SHARES BETWEEN THE CONTROLLING
SHAREHOLDERS AND THE SELECTED PARTICIPANTS**

This announcement is made by the Company on a voluntary basis.

Reference is made to an announcement of Company dated 17 June 2021 in relation to the transfer of a total of 30,000,000 Shares by the Controlling Shareholders to the Selected Participants on 16 June 2021.

The Company has been informed by the Controlling Shareholders that they have reached a mutual agreement with the Selected Participants on 19 December 2024, pursuant to which the Controlling Shareholders procured a controlled corporation directly wholly-owned by Ms. Lu to acquire a total of 30,000,000 Shares, representing approximately 2.09% of the issued share capital of the Company, from the Selected Participants on 19 December 2024 against payment of a consideration of HK\$2.88 per Share through the independent trustee of the trust scheme. The consideration paid by the Controlling Shareholders for the Transfer was determined based on the closing price of the Shares as stated in the Stock Exchange's daily quotations sheet on the date of the Transfer, i.e. HK\$2.88 per Share. Details of the Transfer are set out below:

Selected Participants		Number of Shares
Directors	Capacity	
Mr. Hao Hengle	Executive Director	5,000,000
Mr. Wang Dazai	Executive Director	600,000
Mr. Lin Ge	Executive Director	800,000
Mr. Zhao Jun	Non-executive Director	1,000,000
Others		22,600,000
Total		30,000,000

After completion of the Transfer, the Controlling Shareholders, directly or indirectly, holds 1,164,606,463 Shares, representing approximately 81.13% of the issued share capital of the Company.

DEFINITIONS

In this announcement, the following expressions shall have the following meanings unless the context otherwise requires:

“Board”	the board of directors of the Company;
“Company”	Midea Real Estate Holding Limited (美的置業控股有限公司), an exempted company incorporated in the Cayman Islands with limited liability on 29 November 2017, the Shares of which are listed on the Main Board of the Stock Exchange (stock code: 3990);
“controlling shareholder(s)”	shall have the meaning ascribed to it in the Listing Rules;
“Director(s)”	the director(s) of the Company;
“Group”	the Company and its subsidiaries;
“HK\$”	Hong Kong Dollars, the lawful currency of Hong Kong;
“Hong Kong”	Hong Kong Special Administrative Region of the PRC;
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited as amended, supplemented or otherwise modified from time to time;
“Mr. He”	Mr. He Xiangjian (何享健) and Ms. Lu are parties acting-in-concert (collectively, the “ Controlling Shareholders ”). Therefore, Mr. He is deemed to be interested in Ms. Lu’s interest in the Company by virtue of the SFO and is a controlling shareholder of the Company. However, as confirmed by Mr. He and Ms. Lu in the deed of acting-in-concert dated 14 May 2018 entered into between Mr. He and Ms. Lu, Mr. He does not hold any economic interest (including the right to dividend) in the Group;

“Ms. Lu”	Ms. Lu Deyan (盧德燕) is a controlling shareholder of the Company, the spouse of Mr. He Jianfeng (何劍鋒) (a non-executive Director) and a daughter-in-law of Mr. He. Prior to the Transfer, Ms. Lu holds the entire equity interest in each of Midea Development Holding (BVI) Limited and Midea Field Company Limited, and these companies in turn hold 1,097,029,727 and 37,576,736 Shares, respectively. Therefore, prior to the Transfer, Ms. Lu is deemed to be interested in the Shares held by Midea Development Holding (BVI) Limited and Midea Field Company Limited, as to approximately 79.04%, collectively, by virtue of the SFO;
“PRC”	People’s Republic of China;
“Selected Participant(s)”	means the following eligible persons for participation in the transfer of Shares: <ul style="list-style-type: none"> (i) any director or proposed director of any member of the Group; and (ii) any senior management, key technician and officer of any member of the Group;
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time;
“Share(s)”	ordinary share(s) of nominal value of HK\$1.00 each (or of such other nominal value as shall result from a sub-division or a consolidation of such shares from time to time) in the capital of the Company;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“subsidiary(ies)”	shall have the meaning ascribed to it in the Listing Rules;
“Transfer”	the transfer of Shares by the independent trustee of the trust scheme on behalf of the Selected Participants to the Controlling Shareholders on 19 December 2024; and

“%” per cent.

The percentage has been compiled on the basis of 1,435,411,483 Shares in issue as of the date of this announcement.

By order of the Board
Midea Real Estate Holding Limited
Hao Hengle
Chairman and Executive Director

Hong Kong, 19 December 2024

As at the date of this announcement, the executive directors of the Company are Mr. Hao Hengle, Mr. Wang Dazai and Mr. Lin Ge; the non-executive directors of the Company are Mr. He Jianfeng, Mr. Zhao Jun and Ms. Ren Lingyan; and the independent non-executive directors of the Company are Mr. Tan Jinsong, Mr. O’Yang Wiley and Mr. Lu Qi.