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廣州富力地產股份有限公司

GUANGZHOU R&F PROPERTIES CO., LTD.*

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock code: 2777)

OVERSEAS REGULATORY ANNOUNCEMENT

This overseas regulatory announcement is issued pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The relevant document for Guangzhou R&F Properties Co., Ltd. (the “**Company**”) has been uploaded on the website of the Shanghai Stock Exchange (<http://www.sse.com.cn>):

– Guangzhou R&F Properties Co., Ltd. – Announcement in relation to Material Matters and Related Progress

To comply with Rule 13.10B of the Listing Rules, the uploaded information are also published on the website “HKExnews” of The Stock Exchange of Hong Kong Limited (<http://www.hkexnews.hk>).

By order of the Board
Guangzhou R&F Properties Co., Ltd.
Li Sze Lim
Chairman

Hong Kong, 3 April 2025

As at the date of this announcement, the executive directors of the Company are Dr. Li Sze Lim, Mr. Zhang Hui, Mr. Xiang Lijun and Mr. Zhao Feng; the non-executive directors are Ms. Zhang Lin and Ms. Li Helen; and the independent non-executive directors are Mr. Zheng Ercheng, Mr. Ng Yau Wah, Daniel and Mr. Wong Chun Bong.

* For identification purpose only

Bond Code: 136360
Bond Code: 136361
Bond Code: 135468
Bond Code: 155061
Bond Code: 155106
Bond Code: 155405

Bond Abbreviation: H16RF4
Bond Abbreviation: H16RF5
Bond Abbreviation: H16RF6
Bond Abbreviation: H18RF8
Bond Abbreviation: H18RF1
Bond Abbreviation: H19RF2

Guangzhou R&F Properties Co., Ltd.
Announcement in relation to
Material Matters and Related Progress

All directors of the Company or persons with equivalent responsibilities warrant that the content of this announcement does not contain any false records, misleading statements or material omissions, and bear the corresponding legal responsibility for the authenticity, accuracy and completeness of the content.

I. The Progress of the Offshore Debt Restructuring

1. The Progress

Regarding the offshore debt restructuring of Guangzhou R&F Properties Co., Ltd. (hereinafter referred to as the “Company”), the Company has made disclosures on 19 December 2024, 24 January 2025 and 4 March 2025. For details, please refer to the Shanghai Stock Exchange website at www.sse.com.cn. Unless otherwise defined, the terms defined by the Company in the foregoing announcements shall have the same meanings as in this announcement.

The progress of the above matter is disclosed as follows:

In order to facilitate creditors to consider the restructuring proposal and complete the accession process of the restructuring support agreement, the transaction companies have amended the accession deadline to 4:00 p.m. London time on 16 May 2025.

2. Impact Analysis and Countermeasures

The abovementioned offshore debt restructuring is not expected to have a significant adverse impact on the Company's normal production and operations and repayment abilities of the onshore bonds. The Company will continue to pay attention to the progress of the above matter and fulfill its information disclosure obligations in accordance with the provisions and requirements of laws and regulations.

II. Freezing of Equity of Credit Enhancement Project Company

According to the information displayed in the National Enterprise Credit Information Publicity System, as of the date of this announcement, the equity of the following project company which has been used as credit enhancement of the Company's existing corporate bonds has been frozen. Details are as follows:

| Name of Project Company | Execution Notice Number | Progress of the Case |
|--|--------------------------------------|---|
| 海南富力房地產開發集團有限公司 (Hainan R&F Properties Development Group Co., Ltd.*) | (2023) Yue 01 Zhi Nos. 5821 and 5822 | The shareholder of the project company is involved in contract disputes, and the case is currently in the execution stage |

2. Impact Analysis and Countermeasures

The above situation does not affect the bondholders' continued right to receive priority for the relevant pledged equity. The above situation may have a certain impact on the realization of relevant pledge rights. In order to protect the legitimate rights and interests of bondholders, the Company and relevant subsidiaries are actively communicating and negotiating with relevant creditors and strive to find appropriate solutions to the relevant issue.

III. Execution of the Credit Enhancement Property

1. The Progress

Regarding the application by the Guangzhou Branch of a bank (hereinafter referred to as the “Bank”) to execute the 廣州富力空港假日酒店(Holiday Inn Guangzhou Airport Zone) (hereinafter referred to as the “Hotel”) which was a collateral under the H16RF4, H16RF6 and H19RF2 bonds, the Company has disclosed it on 7 June 2024. For details, please refer to the Shanghai Stock Exchange website at www.sse.com.cn. Unless otherwise defined, the terms defined by the Company in the foregoing announcement shall have the same meanings as in this announcement.

The progress of the above matter is disclosed as follows:

Recently, the Company received the “Execution Ruling” issued by the Guangzhou Intermediate People’s Court (hereinafter referred to as the “Guangzhou Intermediate Court”), ruling that the Hotel should be auctioned. According to the relevant auction announcement issued by the Guangzhou Intermediate Court, the Guangzhou Intermediate Court will conduct the first auction of the Hotel on the Taobao judicial auction network platform from 10 a.m. on 21 April 2025 to 10 a.m. on 22 April 2025 (excluding delays). The Hotel is valued at RMB396,368,600, and the starting price is RMB277,458,020.

2. Impact Analysis and Countermeasures

In order to protect the legitimate rights and interests of bondholders, the Company will continue to actively communicate with the Bank and strive to reach an appropriate solution. If the Hotel is subsequently successfully auctioned, the Company will implement it in accordance with the relevant holder meeting resolutions and mortgage agreements of the H16RF4, H16RF6 and H19RF2 bonds to protect the legitimate rights and interests of bondholders.

The Company will continue to pay attention to the progress of the above matters, strictly comply with the requirements of relevant laws and regulations, conscientiously perform its information disclosure obligations, and disclose the information in a timely manner.

Investors are advised to pay attention to investment risk.

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Guangzhou R&F Properties Co., Ltd.

2 April 2025

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