

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

FOR DISTRIBUTION ONLY OUTSIDE THE UNITED STATES TO PERSONS OTHER THAN “U.S. PERSONS” (AS DEFINED IN REGULATION S OF THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED). NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN OR INTO, OR TO ANY PERSON LOCATED OR RESIDENT IN, ANY OTHER JURISDICTION WHERE IT IS UNLAWFUL TO RELEASE, PUBLISH OR DISTRIBUTE THIS DOCUMENT.

This announcement does not constitute an offer to sell or the solicitation of an offer to buy any securities in the United States or any other jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No securities may be offered or sold in the United States absent registration or an applicable exemption from registration requirements. Any public offering of securities to be made in the United States will be made by means of a prospectus. Such prospectus will contain detailed information about the company making the offer, management, as well as financial statements. The Company does not intend to make any public offering of securities in the United States.

This announcement is not a prospectus for the purposes of the European Union’s Regulation (EU) 2017/1129 or Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018.

The communication of this announcement and any other document or materials relating to this announcement is not being made, and such documents and/or materials have not been approved, by an authorised person for the purposes of section 21 of the United Kingdom’s Financial Services and Markets Act 2000, as amended. Accordingly, such documents and/or materials are not being distributed to, and must not be passed on to, the general public in the United Kingdom.

The communication of such documents and/or materials as a financial promotion is only being made to (1) those persons who are existing members or creditors of the Company or other persons within Article 43 of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, and (2) any other persons to whom these documents and/or materials may lawfully be communicated (such persons together being “Relevant Persons”). In the United Kingdom, this announcement is only available to, and any investment or investment activity to which this announcement relates will be engaged in only with, Relevant Persons. Any person in the United Kingdom that is not a Relevant Person should not act or rely on this announcement or any of its contents.



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 by Guangzhou R&F Properties Co., Ltd. (the “**Company**”) pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

References are made to the announcements of the Company dated 11 August 2024, 16 December 2024, 23 January 2025, 28 February 2025 and 31 March 2025 (the “**Announcements**”) in relation to, among other things, certain updates in relation to the Easy Tactic Notes and the proposed restructuring of the In-Scope Debt. Unless otherwise defined, capitalized terms used herein have the same meanings as those defined or used in the Announcements.

Please refer to the attached announcement (the “**Document**”) in relation to the information regarding the extension of the Accession Deadline, which was published on the website of SGX-ST.

The posting of the Document on the website of the Stock Exchange is only for the purpose of facilitating equal dissemination of information to investors in Hong Kong and compliance with Rule 13.10B of the Listing Rules, and not for any other purposes.

The Document does not constitute a prospectus, notice, circular, brochure or advertisement offering to sell any securities to the public in any jurisdiction, nor is it an invitation to the public to make offers to subscribe for or purchase any securities, nor is it calculated to invite offers by the public to subscribe for or purchase any securities.

The Document must not be regarded as an inducement to subscribe for or purchase any securities of the Company, and no such inducement is intended. No investment decision should be based on the information contained in the Document.

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

Hong Kong, 16 May 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 purposes only*

This announcement does not constitute an offer to sell or the solicitation of an offer to buy any securities in the United States or any other jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No securities may be offered or sold in the United States absent registration or an applicable exemption from registration requirements. Any public offering of securities to be made in the United States will be made by means of a prospectus. Such prospectus will contain detailed information about the company making the offer, management, as well as financial statements. The Issuer does not intend to make any public offering of securities in the United States.

This announcement is not a prospectus for the purposes of the European Union's Regulation (EU) 2017/1129 or Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018.

The communication of this announcement and any other document or materials relating to the Consent Solicitations is not being made, and such documents and/or materials have not been approved, by an authorised person for the purposes of section 21 of the United Kingdom's Financial Services and Markets Act 2000, as amended. Accordingly, such documents and/or materials are not being distributed to, and must not be passed on to, the general public in the United Kingdom.

The communication of such documents and/or materials as a financial promotion is only being made to (1) those persons who are existing members or creditors of the Issuer or other persons within Article 43 of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, and (2) any other persons to whom these documents and/or materials may lawfully be communicated (such persons together being "Relevant Persons"). In the United Kingdom, the Notes offered hereby are only available to, and any investment or investment activity to which this announcement relates will be engaged in only with, Relevant Persons. Any person in the United Kingdom that is not a Relevant Person should not act or rely on this announcement or any of its contents.

ANNOUNCEMENT

PROPOSED RESTRUCTURING

by

EASY TACTIC LIMITED 怡略有限公司 (THE "ISSUER")

UPDATE IN RELATION TO THE FOLLOWING NOTES (THE "NOTES")

Description of Debt Securities	ISIN
6.5% Cash / 7.5% PIK Senior Notes Due 2025	XS2495355674
6.5% Cash / 7.5% PIK Senior Notes Due 2027	XS2495358009
6.5% Cash / 7.5% PIK Senior Notes Due 2028	XS2495359403

References are made to the announcements of the Issuer dated 16 December 2024, 23 January 2025, 28 February 2025 and 31 March 2025 (the "**Announcements**"). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those used in the Announcements.

References are also made to the announcements of the Company dated 8 July 2024, 19 August 2024, 3 September 2024, 25 September 2024, 30 October 2024, 11 December 2024, 16 December 2024 and 31 March 2025. On 31 March 2025, the High Court of the Hong Kong Special Administrative Region of the People's Republic of China has ordered that the winding-up petitions against Trillion Glory Limited

and R&F Properties (HK) Company Limited be dismissed.

In light of the dismissal of the winding up petitions and to facilitate the Scheme Creditors who need additional time to consider the Proposal and complete the accession process, the Transaction Companies have amended the Accession Deadline to 4:00 p.m. London time on 31 July 2025.

The Company and the Issuer urge all holders of the In-Scope Debt who are interested in acceding to the RSA but have not acceded to the RSA to review the RSA as soon as possible and to accede to the RSA by delivering to the Information Agent a validly completed and executed Accession Letter via the Transaction Website (<https://clients.dfkingltd.com/guangzhouRF>) as well as submitting a valid electronic consent instruction to the relevant Clearing System (as applicable) in respect of all of its In-Scope Debt prior to the Accession Deadline.

The Information Agent can be contacted using the details below:

D.F. King Ltd

Transaction Website: <https://clients.dfkingltd.com/guangzhouRF>

Address:

In London: 51 Lime Street, London, EC3M 7DQ, United Kingdom

In Hong Kong: Suite 1601, 16/F, Central Tower, 28 Queen's Road Central, Hong Kong

Email: GuangzhouRF@dfkingltd.com

Tel: London +44 20 3885 9156, Hong Kong +852 5808 1738

Holders of the In-Scope Debt who have validly acceded to the RSA by duly completing the above steps do not need to take any action.

Except for the modifications set forth above, all other terms and conditions of the RSA as set out in the Announcements shall remain unchanged.

Further announcement(s) will be made by the Issuer to inform shareholders and other investors of the Company and the Issuer of any material development on the Proposal as and when appropriate.

Hong Kong, 16 May 2025