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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)

(1) APPOINTMENT OF AUDITOR
AND
(2) GRANT OF WAIVER FROM STRICT COMPLIANCE WITH RULES
13.46(2)(A) AND 13.46(2)(B) OF THE LISTING RULES

This announcement is made by Guangzhou R&F Properties Co., Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.51(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Reference is made to the Company’s announcement dated 29 April 2022 in relation to, among other matters, the change of auditors of the Company and the application for waiver from strict compliance with Rules 13.46(2)(a) and 13.46(2)(b) of the Listing Rules (the “**Announcement**”). Unless the context requires otherwise, terms defined or used in the Announcement shall have the same meanings when used herein.

APPOINTMENT OF AUDITOR

Pursuant to the articles of association of the Company, BDO has been appointed by the Board as auditor of the Company to fill the casual vacancy following the resignation of PwC. The Board is pleased to announce that BDO’s new client onboarding procedures have been completed.

The Company will convene an extraordinary general meeting of the Company (the “**EGM**”) on Friday, 10 June 2022 at which a resolution will be proposed for the Shareholders to confirm BDO’s appointment as auditor of the Company for the year ended 31 December 2021. For the purpose of determining the rights of the Shareholders to attend and vote at the EGM, the register of members of the Company will be closed from Monday, 6 June 2022 to Friday, 10 June 2022, both days inclusive. In order for the Shareholders to qualify for attending and voting at the EGM, all the share transfer documents should be lodged for registration with the Company’s H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M/F., Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Thursday, 2 June 2022. A circular containing information in relation to the appointment of BDO as auditor of the Company, together with the notice of general meeting and a form of proxy, will be despatched to the Shareholders as soon as practicable.

GRANT OF WAIVER FROM STRICT COMPLIANCE WITH RULES 13.46(2)(A) AND 13.46(2)(B) OF THE LISTING RULES

As disclosed in the Announcement, due to the impact of the COVID-19 pandemic which restricts the Group's ability to gather necessary external confirmations and to complete outstanding audit procedures on a timely basis and the subsequent change of auditors, the Company is not able to publish the 2021 Audited Annual Results on or before 30 April 2022 as previously intended, nor to send the 2021 Annual Report to the Shareholders within four months of the financial year end (i.e. by 30 April 2022) as required under Rule 13.46(2)(a). The Board also expects that the Company will not be able to lay the annual financial statements of the Company before its shareholders at its annual general meeting within six months of the financial year end (i.e. by 30 June 2022) as required under Rule 13.46(2)(b).

The Company has made an application to the Stock Exchange for, and the Stock Exchange has granted to the Company, a waiver from strict compliance with (i) Rule 13.46(2)(a) of the Listing Rules on the basis that the Company will despatch the 2021 Annual Report on or before 15 July 2022; and (ii) Rule 13.46(2)(b) of the Listing Rules subject to the Company's compliance with its articles of association and the laws and regulations in the PRC and on the basis that the Company will hold its annual general meeting on or before 15 August 2022. The waiver applies to this case only and the Stock Exchange may change or withdraw it if the Company's situation changes.

EXPECTED TIMETABLE

The currently expected timetable for publication of the 2021 Audited Annual Results and the 2021 Annual Report is set out below.

Date	Event
On or before 30 June 2022	Audit Committee meeting and Board meeting to approve the 2021 Audited Annual Results
On or before 30 June 2022	Announcement of the 2021 Audited Annual Results
On or before 15 July 2022	Despatch of the 2021 Annual Report
On or before 15 August 2022	Annual general meeting of the Company

FURTHER ANNOUNCEMENT(S)

The Company will make further announcement(s) to provide updates on the above matters as and when appropriate in accordance with the Listing Rules.

Shareholders and potential investors should exercise caution when dealing in shares of the Company.

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

17 May 2022, Hong Kong

As at the date of this announcement, the executive directors of the Company are Dr. Li Sze Lim, Mr. Zhang Li, Mr. Zhang Hui and Mr. Xiang Lijun; 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*