

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited 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.*



**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)**

## **INSIDE INFORMATION**

### **APPOINTMENT OF RECEIVERS OVER ASSETS OF CERTAIN SUBSIDIARIES OF THE COMPANY**

This announcement is made by Guangzhou R&F Properties Co., Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2)(a) and Rule 13.25(1)(a) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

References are made to the announcements of the Company dated 8 July 2024 and 19 August 2024 in relation to the winding-up petitions against Trillion Glory and R&F (HK), each a wholly-owned subsidiary of the Company, and the announcement of the Company dated 11 August 2024 (the “**Announcements**”). Unless otherwise specified, capitalised terms used in this announcement shall have the same meaning as those defined in the Announcements.

As set out in the Announcements, the Loan was outstanding under the Facility Agreement, and on 8 July 2024 and 19 August 2024, Trillion Glory (the borrower under the Facility Agreement) and R&F (HK) (one of the guarantors under the Facility Agreement) each received a winding-up petition filed by the Petitioner, one of the Lenders holding 18% of the outstanding principal amount of the Loan, at the High Court in relation to the non-repayment of the Petitioner's pro-rata share of the principal amount of the Loan, together with accrued interest.

On 3 September 2024, each of Trillion Glory, R&F (HK) and Noble Ease Limited (“**Noble Ease**”) received a notice from Serica Agency Limited as security agent (the “**Security Agent**”) of, among other things, the appointment of Chan Leung Lee and Yuen Tsz Chun of Frank Forensic and Corporate Recovery Limited, Unit 703, Capital Centre, 151 Gloucester Road, Hong Kong, as joint and several receivers (the “**Receivers**”) in respect of the assets subject to security created in favour of the Security Agent in connection with the Facility Agreement, including, among others, shares in Noble Ease held by R&F (HK), shares in Trillion Glory held by Noble Ease and assets of Trillion Glory.

As at the date of this announcement, Trillion Glory holds the entire equity interest of a wholly-owned subsidiary of the Company holding indirectly 68 hotels and 1 office building in the People’s Republic of China. Trillion Glory is a wholly-owned subsidiary of Noble Ease which is in turn a wholly-owned subsidiary of R&F (HK).

The Company is assessing the legal, financial and operational impacts of the appointment of the Receivers. The Company will closely monitor the development of the abovementioned matters and will inform its shareholders and other investors of any significant development in accordance with the Listing Rules and other applicable laws in relation to the abovementioned matters as and when appropriate.

The Company is working with its advisors to explore comprehensive and feasible solutions with a view to securing the long-term future development of the Group for the benefit of all stakeholders. The Company intends to proactively communicate and work with its offshore creditors on its restructuring plan.

The Company’s offshore creditors may contact the financial advisor of the Company at [GuangzhouRF@alvarezandmarsal.com](mailto:GuangzhouRF@alvarezandmarsal.com).

**Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.**

By order of the Board  
**Guangzhou R&F Properties Co., Ltd.**  
**Michael Lee**  
*Company Secretary*

3 September 2024, Hong Kong

*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*