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世纪阳光

世紀陽光集團控股有限公司

CENTURY SUNSHINE GROUP HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 509)

INSIDE INFORMATION

- (1) FURTHER DELAY IN PUBLICATION OF 2024 ANNUAL RESULTS
AND DESPATCH OF 2024 ANNUAL REPORT;
(2) DELAY IN PUBLICATION OF 2025 INTERIM RESULTS AND
DESPATCH OF 2025 INTERIM REPORT;
AND
(3) CONTINUED SUSPENSION OF TRADING**

This announcement is published by Century Sunshine Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rule 13.09(2) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Reference is made to the announcements of the Company dated 28 March 2025 and 30 June 2025 (collectively, the “**Announcements**”) in relation to, among others, the delay in publication of 2024 Annual Results and the despatch of 2024 Annual Report, the suspension of trading in the shares (the “**Shares**”) of the Company, the resumption guidance (the “**Resumption Guidance**”) for the Company imposed by the Stock Exchange for the resumption of trading (the “**Resumption**”) in the Shares and quarterly update on the progress of the Resumption. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

FURTHER DELAY IN PUBLICATION OF THE 2024 ANNUAL RESULTS AND DESPATCH OF 2024 ANNUAL REPORT

The Board wishes to inform the Shareholders and potential investors of the Company of further details in relation to the progress made by the Company in relation to the publication of 2024 Annual Results and the despatch of 2024 Annual Report.

As at the date of this announcement, the Company is still in the course of compiling the necessary information and documents for finalisation of the 2024 Annual Results and the 2024 Annual Report, which mainly include:

i) *information and documents in relation to the liquidation of Jiangxi Tianrui*

As the liquidation proceedings by the independent third party appointed by the PRC court for Jiangxi Tianrui remain ongoing, the final liquidation report has not yet been issued.

ii) *the execution ruling issued by the Luozhuang District People's Court of Linyi Municipal (羅莊區法院“**Luozhuang Court**”) to auction part of the land use rights held by Shandong Hongri (the “**Execution Ruling**”)*

Shandong Hongri has submitted an application challenging the Execution Ruling, seeking its revocation and requesting the suspension of the related auction proceedings. As of now, Luozhuang Court has not issued a decision regarding the application. In addition, as disclosed in the Company's announcement dated 12 February 2025, Shandong Hongri has filed an application for administrative review with the Linyi Municipal Government (臨沂市政府), demanding that the Luozhuang District Government of Linyi City (臨沂市羅莊區政府) to fulfill its duties and obligations under the “Relocation of Industries from City Urban Area to Industrial Parks” plan. Furthermore, Shandong Hongri has filed an administrative appeal with Shandong Provincial High People's Court (山東省高級人民法院).

iii) *the outstanding audit confirmations from certain banks and creditors of the Group*

The Group has provided additional information to the Auditor, who is currently reviewing the relevant information as part of the audit procedures.

At present, the aforementioned work is still ongoing. As such, it is expected that there will be a further delay in (i) the publication of the 2024 Annual Results; and (ii) the despatch of the 2024 Annual Report to the Shareholders. The Group will finalise and publish the 2024 Annual Results and despatch the 2024 Annual Report as soon as practicable and will make further announcement(s) in respect of the expected publication date of the 2024 Annual Results and the date of despatch of the 2024 Annual Report as and when appropriate.

DELAY IN PUBLICATION OF 2025 INTERIM RESULTS AND DESPATCH OF THE 2025 INTERIM REPORT

Pursuant to Rules 13.49(6) and 13.48(1) of the Listing Rules, the Company is required to publish the announcement of its interim results (the “**2025 Interim Results**”) for the six months ended 30 June 2025 (“**HY2025**”) no later than 31 August 2025 and the despatch to the Shareholders the Company’s interim report for HY2025 (“**2025 Interim Report**”) no later than 30 September 2025. Due to the delay in the publication of 2024 Annual Results and 2024 Annual Report, the Company will be unable to publish its 2025 Interim Results by 31 August 2025 and despatch its 2025 Interim Report by 30 September 2025. Such delay constitutes non-compliance with Rules 13.49(6) and 13.48(1) of the Listing Rules.

The Company will publish further announcement(s) to inform the Shareholders and its potential investors of the expected date of the publication of 2025 Interim Results and the date of despatch of the 2025 Interim Report as and when appropriate.

UPDATE ON DEBT RESTRUCTURING OF THE PRC SUBSIDIARIES

As disclosed in the Company’s annual report for the year ended 31 December 2023, and the interim report for the six months ended 30 June 2024 (collectively, the “**Financial Reports**”), although the offshore debt restructuring was completed on 31 August 2023, the cross-defaults and payment defaults caused previously had triggered legal actions by certain banks and creditors in mainland China against the Group’s subsidiaries in the PRC (the “**PRC Subsidiaries**”). These actions include demands for immediate repayment and requests for judicial measures such as the freezing, seizure, and auction of assets in order to enforce their claims.

The above legal proceedings in the PRC primarily relate to the failure to fulfil obligations associated with certain liabilities and the relevant pledged assets of the PRC Subsidiaries that have already been recognised in the Group’s consolidated financial statements. Some of the legal proceedings have resulted in rulings by local PRC courts. Should the pledged assets ultimately be auctioned, the proceeds will be applied first toward the repayment of the relevant subsidiary’s debts, which would in turn reduce the Group’s overall liabilities.

The Group has been actively engaging with creditors to resolve ongoing litigations through negotiated settlements, while creating time and space for its relevant subsidiaries to pursue debt restructuring. Jiangsu Azureblue Technology Development Company Limited (江蘇湛藍科技開發有限公司, “**Jiangsu Company**”), a wholly-owned subsidiary of the Group, has applied to the Donghai County People’s Court of Jiangsu Province (江蘇省東海縣人民法院, the “**Donghai Court**”) to initiate a pre-debt restructuring process (“**Pre-Restructuring**”). The Court has approved the application and the appointments of supporting institutions to jointly facilitate the Pre-Restructuring. In accordance with applicable regulations, among others, Jiangsu Company is permitted to continue its operations and make decisions regarding its business activities and internal management under the Pre-Restructuring, but is not permitted to repay external debts or to provide external guarantees. Besides, Jiangsu Company will carry out a verification of the claims of its creditors. With the support of the appointed institutions, Jiangsu Company will engage in negotiations with creditors and other stakeholders to develop a Pre-Restructuring plan. Once formulated, the plan will be submitted to the local government or other competent authorities for review and feedback.

The Company will publish further announcement(s) regarding the above as and when appropriate.

CONTINUED SUSPENSION OF TRADING

Trading in the Shares on the Stock Exchange has been suspended from 9:00 a.m. on 1 April 2025 and will remain suspended until the Company meets all Resumption Guidance, remedies the issues causing its trading suspension and fully complies with the Listing Rules to the Stock Exchange’s satisfaction.

Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

By Order of the Board
Century Sunshine Group Holdings Limited
Chi Jing Chao
Executive Director

Hong Kong, 29 August 2025

As at the date of this announcement, the Directors are:

Executive Directors: Mr. Chi Wen Fu and Mr. Chi Jing Chao

Independent Non-executive Directors: Mr. Cheung Sound Poon and Mr. Shen Yi Min