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AGILE GROUP HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3383)

ANNOUNCEMENT UPDATES ON THE IMPLEMENTATION OF PLANS AND MEASURES IN RESOLVING THE DISCLAIMER OF OPINION

Reference is made to the announcements of Agile Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 30 June 2025 and 4 August 2025 (the “**Announcements**”). Unless otherwise specified, capitalised terms used herein shall have the same meaning as defined in the Announcements.

As disclosed in the Announcements, the Company has formulated the Action Plans to mitigate its liquidity issues and to address the Disclaimer of Opinions. The Company wishes to provide the following updates on the Action Plans:

- (i) The Group’s restructuring of its offshore debts is progressing in line with the projected timeline. The Group has been working closely with its financial and other professional advisers, and has presented a preliminary proposal to the Group’s key offshore creditors. The Group will facilitate the due diligence to be conducted by its key offshore creditors and will continue to maintain constructive discussions with them to finalize the terms of the proposal. The Group aims to agree on the preliminary restructuring terms with a majority of its key offshore creditors by the end of 2025. The preliminary restructuring plan aims to provide a fair and equitable solution that maximizes the interests of both the Group and its creditors through a comprehensive restructuring of the Group’s offshore liabilities. The restructuring plan is expected to significantly reduce the leverage of the Group’s offshore debts, enhance its financial flexibility, and enable the Company to better stabilize operations and pursue long-term growth.

- (ii) The Group has continued to make progress in its ongoing negotiations with financial institutions regarding the extension of maturity of borrowings. During the period from 29 April 2025 to the date of this announcement, the Group has successfully reached preliminary agreements with several financial institutions and secured extensions for borrowings with a total principal amount of approximately RMB1,492 million. Negotiations for the remaining facilities are actively continuing.
- (iii) The Group's measures for the monitoring and collection of high-risk receivables continue to produce positive results. Through the implementation of real-time monitoring, weekly reviews, and a targeted incentive scheme, the Group has significantly boosted accountability and recovery rates. Since the last update, the Group's recovery efforts have accelerated. During the period from 29 April 2025 to the date of this announcement, the Group has recovered approximately RMB1,201 million, which was primarily applied to pay expenses and returned to escrow accounts for ensuring delivery. The Group remains actively engaged in negotiations with relevant parties to recover the remaining outstanding balance and is committed to allocating additional resources as necessary to enhance collections.
- (iv) In terms of cost-control measures, the Group has recorded a reduction in administrative costs of approximately RMB221 million in the second quarter of 2025, representing a reduction of approximately 23.9% as compared to the same period in 2024. In particular, all of the Company's senior, middle, and junior management staff have received salary reductions of 57%, 40%, and 20%, respectively. Among general staff, 54% have received salary reductions, with a reduction rate of 10%. These measures resulted in a reduction of staff costs of RMB112 million, which represents a reduction of approximately 28.2% as compared to the same period in 2024.
- (v) The Group is in ongoing discussions with local governments regarding buy-back projects for commercial housing units. In addition, the Group is actively exploring external channels for the disposal of other assets including but not limited to lands, commercial housing units and equity interests in companies and joint ventures. At the same time, the Group is addressing project-specific challenges to enable disposal, including the resolution of litigations, the lifting of asset freezes, and the restructuring or settlement of debt obligations. The Company will continue to comply with the requirements of the Listing Rules, including the requirements under Chapters 14 and 14A (where applicable), and will make further announcement(s) as and when required.

All in all, the Company will continue to work with its stakeholders to address the Disclaimer of Opinion. The Company will publish further announcements to provide updates until the Disclaimer of Opinion is resolved.

Forward-Looking Statements

This announcement contains certain statements that are forward-looking or which use certain forward-looking terminologies. These forward-looking statements are based on the current beliefs, assumptions and expectations of the Company. These forward-looking statements are subject to risks, uncertainties and other factors beyond the Company's control which may cause actual results or performance to differ materially from those expressed or implied in such forward-looking statements.

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

By Order of the Board
Agile Group Holdings Limited
CHEN Zhuo Lin
Chairman and President

Hong Kong, 30 September 2025

As at the date of this announcement, the Board comprises eight members, being Mr. Chen Zhuo Lin (Chairman and President), Madam Yue Yuan*, Mr. Chan Cheuk Hung**, Mr. Chan Cheuk Hei**, Mr. Chan Cheuk Nam**, Mr. Kwong Che Keung, Gordon[#], Mr. Hui Chiu Chung, Stephen[#] and Dr. Peng Shuolong[#].*

* *Executive Directors*

** *Non-executive Directors*

Independent Non-executive Directors