禹洲集團控股有限公司
YUZHOU GROUP HOLDINGS COMPANY LIMITED
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 01628)

PROFIT WARNING ANNOUNCEMENT

This announcement is made by Yuzhou Group Holdings Company Limited (the "**Company**", together with its subsidiaries, the "**Group**") pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board of directors (the "**Board**") of the Company wishes to inform the shareholders of the Company (the "**Shareholders**") and potential investors of the Company that, based on a preliminary assessment of the unaudited consolidated management accounts of the Group for the year ended 31 December 2025 (the "**Reporting Period**") and other information currently available to the Board, the Group expects to record profit for the year of approximately RMB19.8 billion to RMB21.8 billion. The turnaround from loss to profit for the year was primarily attributable to the recognition of gain from offshore debt restructuring ("**Restructuring Gains**") of approximately RMB32.6 billion and remeasurement of financial guarantee contracts ("**Remeasurement Gains**") of approximately RMB2 billion for the year. Such gains are one-off, non-cash and non-recurring in nature and does not represent sustainable gains nor provide indication of the Group's operating performance. Excluding the impact of the aforementioned one-off Restructuring Gains and Remeasurement Gains, the Group would still record a loss for the year, with an expected loss for the year of approximately RMB14.8 billion to RMB12.8 billion and loss for the year attributable to owners of the Company of approximately RMB11.2 billion to RMB9.2 billion, compared to the loss for the year of approximately RMB14.8 billion and loss for the year attributable to owners of the Company of approximately RMB12.0 billion recorded for 2024.

Based on the relevant information currently available to the Company, the Board considers that the expected loss for the year during the Reporting Period, after excluding the impact of Restructuring Gains and Remeasurement Gains, were mainly due to (1) the impacts of the unfavorable macro environment and the downturn in the real estate industry, which led to a decrease in the gross profit of projects delivered by the Group during the Reporting Period; (2) being affected by the market environment, which resulted in indications of impairment on some real estate projects of the Company, and increased the provision for impairment of inventories and other assets based on the principle of prudence and the fair value loss on investment properties; (3) a significant amount of finance costs cannot be capitalized. The decrease in the loss for the year attributable to owners of the Company during the Reporting Period after excluding the impact of Restructuring Gains and Remeasurement Gains was due to an increase in the loss for the year attributable to the non-controlling interest.

As of the date of this announcement, the Company is still in the process of finalizing the annual results of the Group for the Reporting Period. The information contained in this announcement is only based on a preliminary review of the unaudited consolidated management accounts of the Group for the Reporting Period, prepared on a going concern basis, and which have not been finalized or reviewed or endorsed by the Company's auditors or the audit committee of the Company. The potential exposure to Pillar Two income tax of the Group for the Reporting Period have not been finalized by the Company and tax adviser or reviewed by the Company's auditors or the audit committee of the Company. The actual financial results of the Group for the Reporting Period may be different from those disclosed in this announcement. Shareholders and potential investors of the Company are advised to read carefully the annual results announcement of the Company for the Reporting Period, which is expected to be published by the Company by the end of March 2026.

Investors are advised to read carefully the annual results announcement of the Company for the Reporting Period, and the Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

By Order of the Board
Yuzhou Group Holdings Company Limited
Kwok Ying Lan
Chairman

Hong Kong, 16 March 2026

As at the date of this announcement, the executive directors of the Company are Ms. Kwok Ying Lan (Chairman) and Mr. Lin Conghui, the non-executive directors of the Company are Mr. Lam Lung On (J.P.) and Mr. Lam Wai Hon, and the independent non-executive directors of the Company are Mr. Lam Kwong Siu, Mr. Wee Henny Soon Chiang and Mr. Yu Shangyou.