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TIAN YUAN GROUP HOLDINGS LIMITED
天源集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6119)

INSIDE INFORMATION
(1) POSSIBLE DELAY IN PUBLICATION OF THE 2025 ANNUAL RESULTS;
(2) POSSIBLE DELAY IN DESPATCH OF THE 2025 ANNUAL REPORT;
(3) POSTPONEMENT OF THE BOARD MEETING; AND
(4) CONTINUED SUSPENSION OF TRADING

This announcement is made by the board (the "**Board**") of directors (the "**Director(s)**") of Tian Yuan Group Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") pursuant to Rules 13.09(2)(a) and 13.49(3) of the Rules (the "**Listing Rules**") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

POSSIBLE DELAY IN PUBLICATION OF THE 2025 ANNUAL RESULTS

Pursuant to Rule 13.49(1) of the Listing Rules, the Company is required to publish an announcement for the annual results of the Group for the year ended 31 December 2025 (the "**2025 Annual Results**") on a date not later than three months after the end of the financial year of the Company (i.e. on or before 31 March 2026). Under Rule 13.49(2) of the Listing Rules, the preliminary announcement in relation to the 2025 Annual Results shall be based on the Group's consolidated financial statements for the financial year ended 31 December 2025 which shall have been agreed with the Company's auditor.

The Company wishes to inform the shareholders and potential investors of the Company that, during the course of the audit process of the 2025 Annual Results, the Board and the audit committee of the Company (the "**Audit Committee**") has received a letter from PricewaterhouseCoopers, the auditor of the Company (the "**Auditor**"), regarding its concerns on the asphalt trading business of the Group, and the Auditor suggested the Audit Committee should be responsible for the formation of an independent investigation committee (the "**Independent Investigation Committee**") and the Independent Investigation Committee shall appoint independent third-party investigative agency(ies) to assist its investigation (the "**Investigation**") on, among others, to address the Auditor's concerns on the commercial rationale, the counterparties and any possible related party transactions of the asphalt trading transactions.

As at the date of this announcement, the Company is proactively cooperating with the Auditor to complete its audit work. The Company will consider the Auditor's advice and form the Independent Investigation Committee as soon as possible.

Additional time is required for conducting the Investigation and for the Company to prepare relevant information and materials to address requests from the Auditor and for the Auditor to complete relevant audit procedures. Therefore, as at the date of this announcement, the Board is not able to determine the expected date of announcement of the 2025 Annual Results, and the 2025 Annual Results will not be published on or before 31 March 2026. Such delay in publication of the 2025 Annual Results would constitute non-compliance with Rule 13.49(1) of the Listing Rules.

Pursuant to Rule 13.49(3) of the Listing Rules, if the Company is unable to publish its preliminary results, it must announce its results based on the financial results which have yet to be agreed with the auditor (so far as the information is available). The Company, after due and careful consideration, is of the view that it would not be appropriate for the Company to publish its results based on the unaudited management accounts of the Group for the year ended 31 December 2025, as the currently available information may not comprehensively and accurately reflect its financial performance and position if the publication of the preliminary results is to be delayed.

POSSIBLE DELAY IN DESPATCH OF THE 2025 ANNUAL REPORT

Pursuant to Rule 13.46(2) of the Listing Rules, the Company is required to despatch its annual report for the year ended 31 December 2025 (the "**2025 Annual Report**") to its shareholders not later than four months after the end of the financial year (i.e. on or before 30 April 2026).

Due to the possible delay in the publication of the 2025 Annual Results, it is expected that there may be a possible delay in the despatch of the 2025 Annual Report. Any delay in despatch of the 2025 Annual Report will constitute a non-compliance with Rule 13.46(2) of the Listing Rules.

POSTPONEMENT OF THE BOARD MEETING

As disclosed in the announcement of the Company dated 19 March 2026, a meeting of the Board (the "**Board Meeting**") for the purpose of, among other things, considering and approving of the 2025 Annual Results was originally scheduled to be held on 31 March 2026. Due to the aforesaid delay, the Board Meeting will be postponed to a further date.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company (the "**Shares**") on the Stock Exchange has been halted with effect from 9:05 a.m. on 26 March 2026 and will remain suspended until the trading of the Shares is allowed to resume by the Stock Exchange after the Company has published its 2025 Annual Results.

Further announcement(s) will be made as and when appropriate in respect of (i) the date of the Board Meeting; (ii) the date of publication of the 2025 Annual Results and/or the 2025 Annual Report; and (iii) any significant developments.

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
Tian Yuan Group Holdings Limited
Yang Jinming
Chairman and Chief Executive Officer

Hong Kong, 27 March 2026

As at the date of this announcement, the executive Directors are Mr. Yang Jinming, Ms. Tong Wai Man and Mr. Zhang Shiman, the non-executive Director is Mr. Yang Fan, and the independent non-executive Directors are Mr. Pang Hon Chung, Professor Wu Jinwen and Mr. Huang Yaohui.