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世紀陽光

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)

**(1) QUARTERLY UPDATE ON RESUMPTION PROGRESS;
(2) DELAY IN PUBLICATION OF 2025 ANNUAL RESULTS AND
DESPATCH OF 2025 ANNUAL REPORT;
(3) POSTPONEMENT OF BOARD MEETING;
AND
(4) 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 (a) 28 March 2025, 30 June 2025, 29 August 2025, 30 September 2025, 12 November 2025 and 31 December 2025 (“**31 Dec Announcement**”) (collectively, the “**Resumption Announcements**”) in relation to, among others, (i) the delay in publication of 2024 Annual Results and the despatch of 2024 Annual Report; (ii) the suspension of trading in the Shares; (iii) the Resumption Guidance for the Company imposed by the Stock Exchange for the Resumption in the Shares; (iv) the delay in publication of 2025 Interim Results and the despatch of 2025 Interim Report and (v) update on resumption progress; and (b) 12 February 2025, 29 August 2025, 18 November 2025 and 2 February 2026 (“**2 Feb Announcement**”) in relation to, among others, the update on the follow-up actions of Shandong Hongri in relation to the Administrative Ruling of the Shandong Court and the Termination Notice issued by the Linyi Municipal Government and the update on the progress of the auction of the Land Use Rights of Shandong Hongri (collectively, the “**Shandong Hongri Announcements**”).

Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Resumption Announcements and the Shandong Hongri Announcements.

RESUMPTION GUIDANCE

As disclosed in the announcement of the Company dated 30 June 2025, the Company received the following resumption guidance from the Stock Exchange:

- (a) publish all Outstanding Financial Results required under the Listing Rules and address any audit modifications;
- (b) demonstrate the Company's compliance with Rule 13.24 of the Listing Rules;
- (c) re-comply with Rules 3.10(1), 3.21 and 3.27A of the Listing Rules;
- (d) comply with Rule 13.92 of the Listing Rules; and
- (e) inform the market of all material information for the Company's Shareholders and investors to appraise its position.

UPDATE ON RESUMPTION PROGRESS

The major developments since the last quarterly update announcement dated 31 December 2025 are set out below:

Outstanding Financial Results

As disclosed in the Resumption Announcements and the Shandong Hongri Announcements, the outstanding information and documents for finalisation of the Outstanding Financial Results mainly include information and documents in relation to the liquidation of Jiangxi Tianrui, the Administrative Ruling and the auction of the Land Use Rights of Shandong Hongri as well as the outstanding audit confirmations from banks and financial institutions.

Information and documents in relation to the liquidation of Jiangxi Tianrui

The liquidation proceedings are conducted by an independent third party appointed by the PRC court and the Company remains in a position of passively awaiting notification of the outcome by the PRC court. As of the date of this announcement, relevant information for alternative procedures was passed to the Auditor for review.

Shandong Hongri

(i) Follow-up actions of Administrative Ruling

As disclosed in the 2 Feb Announcement, Shandong Hongri has requested the Luozhuang District Government to clarify the required procedures and standards for soil remediation under the Administrative Ruling but has not received any written reply. Instead, Shandong Hongri received a unilateral Termination Notice for the “Agreement of Relocation to Parks from City”, issued without prior guidance on remediation requirements. Shandong Hongri considers the termination procedurally unlawful and has applied to the Linyi Municipal Government for Administrative Review, seeking revocation of the notice, confirmation of illegality, continued performance of the “Agreement of Relocation to Parks from City”, and a hearing.

(ii) Auction of the Land Use Rights

The Company has been informed that the Luozhuang Court has scheduled an online judicial auction of the Land Use Rights of Shandong Hongri on 16 February 2026. According to the Valuation Report, the appraised value of the assets is RMB182.6 million, with an initial reserve price of RMB127.8 million. Based on legal advice obtained by Shandong Hongri, Shandong Hongri considers that the appraisal contains material deficiencies in its procedures, methodologies, and conclusions, and has applied to the Luozhuang Court for a stay of the auction. The auction has since been put on hold.

The Company would like to reiterate that on 30 October 2025, the Shandong Provincial High People’s Court (“**Shandong Court**”) had issued its second-instance judgment (i.e. Administrative Ruling), affirming the legality and validity of “Agreement of Relocation to Parks from City”. Regarding the judgement concerning the prerequisite soil remediation requirement referenced in the Administrative Ruling, Shandong Hongri has applied to the Supreme People’s Court of the People’s Republic of China for a retrial of the Administrative Ruling.

The Company will continue to take necessary actions to protect the interests of Shandong Hongri, its shareholders, and offshore creditors.

Audit confirmations

As of the date of this announcement, alternative procedures for outstanding audit confirmations have been completed to the Auditor's satisfaction.

The Company is actively cooperating with the Auditors to prepare and finalize the 2024 Annual Results and the subsequent 2025 Interim Results. The Company will publish the 2024 Annual Results, the 2024 Annual Report, the 2025 Interim Results, the 2025 Interim Report as soon as practicable.

Update on matters relating to Rules 3.10(1), 3.21, 3.27 and 13.92 of the Listing Rules

As disclosed in the announcement of the Company dated 1 April 2025, the Company requires additional time to identify and appoint a female candidate as an independent non-executive Director. Despite of efforts on seeking suitable candidates through professional body and other channels during the period, the Sino-US relations remain tense, restraints on trade were unreasonably imposed on the Group by the US Government since August 2024, and trading in the Shares of the Company was suspended at the same time, it causes concerns to any talents as potential candidates to join the Company. The availability of suitable candidates and market competition for experienced female professionals have further contributed to the difficulty and delay. For compliance with the requirements of Rules 3.10(1), 3.21, 3.27 and 13.92 of the Listing Rules, the Company will make every effort to complete the appointment as soon as practicable.

Business operation

The Company is an investment holding company incorporated in the Cayman Islands with limited liability and the issued shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 509). The Group is principally engaged in fertiliser business and magnesium product business.

In respect of the fertilisers business, as disclosed in the Resumption Announcements, the Shandong Hongri Announcements, and the Company's annual report for the year ended 31 December 2023 and interim report for the six months ended 30 June 2024, the Group continues to experience significant liquidity and operational pressures, leading to prolonged underperformance in its fertilizer business. The fertiliser business is only being sustained by brand licencing. In addition, as previously stated, the Luozhuang District Government has failed to discharge its responsibilities and obligations under the "Agreement of Relocation to Parks from City", resulting in complete lack of substantive progress on the compensation arrangements for the demolition of the production plant of Shandong Hongri. The Luozhuang District Government's non performance has left Shandong Hongri and, by extension, the Group entrenched in severe financial distress and have materially compromised production continuity and operational stability.

As at the date of this announcement, the magnesium product business is continuing as usual in material respects notwithstanding the suspension of trading in the shares of the Company.

Further announcement(s) will be made by the Company as and when appropriate and in accordance with the requirements of the Listing Rules to update its shareholders and potential investors on the progress in complying with the Resumption Guidance.

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

Pursuant to Rules 13.49(1) and 13.46(2) of the Listing Rules, the Company is required to publish the announcement of its annual results (the "**2025 Annual Results**") for the year ended 31 December 2025 ("**FY2025**") no later 31 March 2026 and despatch to the Shareholders the Company's annual report for FY2025 (the "**2025 Annual Report**") no later than 30 April 2026.

Due to the abovementioned reasons for the delay in the publication of the 2024 Annual Results and the 2025 Interim Results, in particular, the ongoing administrative and judicial proceedings relating to Shandong Hongri, which constitute external factors beyond the Company's control as to their timing and progress, the Auditor is unable to complete the necessary audit procedures for the years ended 31 December 2024 and 31 December 2025 at this stage, the Company will be unable to publish its 2025 Annual Results by 31 March 2026 and despatch its 2025 Annual Report by 30 April 2026. Such delay will constitute non-compliance with Rules 13.49(1) and 13.46(2) 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 Annual Results and the date of despatch of the 2025 Annual Report as and when appropriate.

POSTPONEMENT OF BOARD MEETING

Reference is made to the announcement of the Company dated 19 March 2026 in relation to the meeting of the Board to be held on Tuesday, 31 March 2026 for the purpose of, inter alia, considering and approving the 2025 Annual Results and its publication, and considering the payment of a final dividend (if any). As the 2025 Annual Results will not be available for publication by 31 March 2026, the meeting of the Board for the purpose of, inter alia, considering and approving the 2025 Annual Results and its publication, will be postponed.

CONTINUED SUSPENSION OF TRADING

Trading in the shares of the Company 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 of the Company.

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

Hong Kong, 31 March 2026

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*