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SHANGHAI XNG HOLDINGS LIMITED

Shanghai XNG Holdings Limited

上海小南国控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3666)

RESUMPTION GUIDANCE; AND CONTINUED SUSPENSION OF TRADING

This announcement is made by Shanghai XNG Holdings Limited (the "**Company**", together with its subsidiaries collectively referred to as the "**Group**") pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") (the "**Listing Rules**") 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).

References are made to the announcements of the Company dated (i) 3 March 2026 in relation to the resignation of independent non-executive Directors and non-compliance with the Listing Rules; (ii) 27 March 2026 in relation to the possible delay in publication of the final results of the Company for the year ended 31 December 2025 and possible suspension of trading; (iii) 1 April 2026 in relation to the suspension of trading in the shares of the Company on the Stock Exchange; and (iv) 24 April 2026 in relation to the delay in publication of the annual report of the Company for the year ended 31 December 2025 (collectively, the "**Announcements**"). Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

RESUMPTION GUIDANCE

On 13 May 2026, the Company received a letter from the Stock Exchange setting out the following resumption guidance (the "**Resumption Guidance**") for the resumption of trading in the Company's shares:

(i) publish all outstanding financial results required under the Listing Rules and address any audit modification;

(ii) demonstrate the Company's compliance with Rule 13.24;

(iii) re-comply with Rules 3.10(1), 3.10A, 3.21 and 3.25; and

(iv) inform the market of all material information for the Company's shareholders and other investors to appraise the Company's position.

Under Rule 6.01A(1) of the Listing Rules, the Stock Exchange may cancel the listing of any securities that have been suspended from trading for a continuous period of 18 months. In the case of the Company, the 18-month period expires on 30 September 2027. If the Company fails to remedy the issues causing its trading suspension, fulfill the resumption guidance and fully comply with the Listing Rules to the Stock Exchange's satisfaction and resume trading in its shares by 30 September 2027, the Listing Division will recommend the Listing Committee to proceed with the cancellation of the Company's listing. Under Rules 6.01 and 6.10 of the Listing Rules, the Stock Exchange also has the right to impose a shorter specific remedial period or to cancel the listing of the Company immediately, where appropriate.

The Company shall announce quarterly updates on its developments under Rule 13.24A of the Listing Rules. The Company must announce its first quarterly update on or before 30 June 2026 and every 3 months from 30 June 2026 until resumption or cancellation of listing (whichever is earlier).

The Company is required to devise its own resumption plan, which is not subject to the Stock Exchange's prior approval before implementation, with a timetable setting out the actions that it considers appropriate to fulfil the resumption guidance to the satisfaction of the Stock Exchange and to comply with the Listing Rules, work according to the plan, and announce quarterly updates as described above.

The Company is currently taking necessary steps to fulfill the Resumption Guidance, to remedy the issues causing its trading suspension and to comply with the Listing Rules to the Stock Exchange's satisfaction, and will seek to resume trading in the shares as soon as possible.

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.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on Wednesday, 1 April 2026. Pending fulfilment of the Resumption Guidance, trading in the shares of the Company on the Stock Exchange will remain suspended until further notice.

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

By Order of the Board
Shanghai XNG Holdings Limited
Gu Dorson
Chairman

Hong Kong, 18 May 2026

As at the date of this announcement, the executive Directors are Mr. GU Dorson, Mr. HE Qinghua, Ms. QIU Jiying and Mr. CUI Jinqiao; the non-executive Director is Ms. GU Lina; and the independent nonexecutive Directors are Ms. CHAN Sze Man and Mr. YAO Yafei.