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VISION SYNERGY HOLDINGS LIMITED

共生智築控股有限公司

(formerly known as Japan Kyosei Group Company Limited

日本共生集團有限公司)

(Incorporated in Bermuda with limited liability)

(Stock Code: 00627)

UPDATE ON PROGRESS RESOLVING MATTERS RELATED TO THE DISCLAIMER OPINIONS ISSUED IN RESPECT OF THE GROUP'S CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED 31 DECEMBER 2024 AND 2025

This announcement refers to the 2024 annual report (the “**2024 Annual Report**”) and the 2025 annual report (the “**2025 Annual Report**”) of Vision Synergy Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) for the financial years ended 31 December 2024 (“**FY2024**”) and 31 December 2025 (“**FY2024**”)

As disclosed in the aforesaid two publications, PKF Hong Kong Limited (the “**Auditors**”) issued disclaimer opinions on the Group’s consolidated financial statements for both FY2024 and FY2025 (collectively the “**Disclaimer Opinions**”). The Board of directors (the “**Board**”) hereby provides shareholders with this update on the progress made in resolving the underlying matters giving rise to the Disclaimer Opinions.

MEASURES TO RESOLVE THE 2024 AND 2025 DISCLAIMER OPINIONS

As outlined in the 2024 Annual Report and 2025 Annual Report, the Company has evaluated a series of targeted measures to address the root causes of the 2024 and 2025 Disclaimer Opinions, as detailed below:

(1) New revenue stream from supply chain operations

Drawing on its established operational foundation, the Group is strategically leveraging its extensive property network, market experience and core expertise to identify and launch new growth opportunities. This strategic direction has enabled the successful expansion into supply chain business in mainland China. This diversification leverages the Group's direct access to properties, warehouses and logistics centres, and has already delivered a new synergistic revenue stream for the Group.

(2) Exploration of alternative financing options

The Group is in active discussions with banks and financial institutions to explore alternative financing arrangements and refinancing solutions for its current financial commitments, including existing loans and bond issuances. In addition, the Group is engaging with potential investors to evaluate fundraising opportunities in capital markets, such as private placements and corporate bond issuances, alongside other financing mechanisms to support its upcoming operational and capital expenditure requirements.

(3) Evaluation of new investment opportunities and potential projects

Alongside the continued growth of its existing businesses, the Group has been actively exploring new investment opportunities to diversify its operations.

These opportunities include potential property development projects, as well as upstream and downstream activities, in mainland China and Japan. In particular, the Group is currently evaluating a potential distressed commercial complex asset investment opportunity located in Jiangsu Province, mainland China. No legally binding agreement has been entered into in relation to any such project as at the date of this announcement. Further updates will be provided as appropriate.

Driven by surging demand for robust, secure and ultra-fast data transmission in the AI-economy, the Group will also pursue expansion into telecommunications infrastructure across Asia, which includes constructing a telecommunication cable connection from Asia to Hong Kong. Once required licenses are secured, construction is estimated to begin in late 2026 or early 2027, with completion expected in around 2 years. This planned venture will enhance the technological infrastructure and connectivity of the Group's property portfolio, increasing its overall value and market appeal. The Group looks forward to sharing more details as we progress.

(4) Cost Control

The Group has proactively implemented strategic initiatives to manage costs effectively while maintaining appropriate headcount for operational efficiency. Through careful analysis of workforce requirements, the Group aims to balance productivity and cost management, reducing the likelihood of layoffs and optimizing resource utilization. The objective is not only to lower overhead expenses but also to build a more flexible organizational structure that can respond to dynamic market conditions. Ultimately, these efforts are focused on strengthening financial stability and supporting long-term sustainability.

(5) Active pursuit of disposal options for net liabilities subsidiaries

The Group is seeking potential buyers for subsidiaries that carry net liabilities. This initiative forms part of a holistic strategy aimed at strengthening the Group's financial health and optimizing its operations. At present, the Group is exploring various options to identify suitable buyers who can assume these liabilities and contribute positively to the overall business environment. It is important to note that, as of the date of this announcement, no legally binding agreements have been reached with any prospective buyers.

The Board will continue to use its best endeavors to implement the measures to resolve the issues underlying the Disclaimer Opinions and will publish further announcement(s) when appropriate.

By order of the Board
Vision Synergy Holdings Limited
Dr. Hiroshi Kaneko

Executive Director and Chief Executive Officer

Hong Kong, 6 July 2026

As of the date of this announcement, the Board comprises one executive Director, namely Dr. Hiroshi Kaneko, one non-executive Director, namely Mr. Chung Ho Wai Alan, and three independent non-executive Directors, namely Mr. Huang Zhongquan, Ms. Tang Ying Sum and Ms. Ha Sze Wan.