瑞威资管
REALWAY CAPITAL

上海瑞威資產管理股份有限公司
Shanghai Realway Capital Assets Management Co., Ltd.

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1835)

PROFIT WARNING AND INSIDE INFORMATION ANNOUNCEMENT UPDATE ON FINANCIAL INFORMATION

This announcement is made by Shanghai Realway Capital Assets Management Co., Ltd. (the "**Company**", and 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 the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong (the "**SFO**").

The board (the "**Board**") of directors (the "**Directors**") of the Company wishes to inform the shareholders of the Company (the "**Shareholders**") and potential investors that, based on the information currently available to the Board and the preliminary review of the latest unaudited consolidated financial information of the Group for the six months ended 30 June 2026 (the "**Period**"), the Group is expected to record a net loss of not more than RMB3.0 million for the Period, as compared to a net profit of approximately RMB2.4 million for the six months ended 30 June 2025. The Group is expecting a shift from a net profit to a net loss during the Period, mainly attributable to (i) a significant decline in advisory fee revenue from its real estate investment advisory business subject to the market conditions in the real estate industry; and (ii) an increase in administrative expenses as compared to the corresponding period last year.

As at the date of this announcement, the Group is still in the process of finalising its interim results for the Period. The information contained in this announcement is solely based on the preliminary assessment made by the Board on the information currently available and the preliminary review of the unaudited consolidated financial information of the Group for the Period, which has not been audited or reviewed by the auditors of the Company or the audit committee of the Board. Details of the interim results of the Group for the Period is expected to be announced in August 2026, which may be different from the information disclosed in this announcement.

Reference is made to the joint announcement dated 30 June 2026 issued by 3G Limited (the "**Offeror**") and the Company, in relation to, among others, the possible mandatory unconditional cash offer (the "**H Share Offer**") by Alliance Capital Partners Limited on behalf of the Offeror to acquire all the issued H shares of the Company (other than those already owned and/or agreed to be acquired by the Offeror and parties acting concert with it).

The profit warning statements included in this announcement constitute a profit forecast under Rule 10 of the Hong Kong Code on Takeovers and Mergers (the "**Takeovers Code**") and should therefore be reported on by the Company's financial advisers and its auditors or accountants in accordance with Rule 10.4 of the Takeovers Code. In view of the requirements of timely disclosure of inside information under Rule 13.09(2)(a) of the Listing Rules and pursuant to Part XIVA of the SFO, the Company is required to issue this announcement as soon as practicable and given the time constraints, the Company has encountered genuine practical difficulties (time-wise or otherwise) in complying with the reporting requirements set out in Rule 10.4 of the Takeovers Code.

Under Rule 10.4 and Practice Note 2 of the Takeovers Code, if a profit forecast is made during an offer period and is first published in an announcement, it must be repeated in full, together with the reports from the Company's financial advisers and auditors on the said profit forecast, in the next document to be sent to the Shareholders by the Company (the "**Shareholders' Document**"). However, if the interim results for the Period which fall within the ambit of Rule 10.9 of the Takeovers Code and to which the profit warning relates, are published prior to the despatch of the next Shareholders' Document, the requirements to report on the profit warning under Rule 10 of the Takeovers Code will no longer apply.

WARNING: The profit warning statements in this announcement do not meet the standard required by Rule 10 of the Takeovers Code and have not been reported on in accordance with the Takeovers Code. Shareholders and potential investors should exercise caution in placing reliance on the profit warning statements in assessing the merits and demerits of the H Share Offer. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company. Persons who are in doubt about their positions should consult their professional advisers.

By Order of the Board
Shanghai Realway Capital Assets Management Co., Ltd.
Chairman, Chief Executive Officer and Executive Director
Mr. Zhu Ping

Shanghai, the PRC
5 August 2026

As of the date of this announcement, the Board comprises Mr. Zhu Ping, Mr. Duan Kejian and Mr. Fan Lei as executive Directors; Mr. Wang Xuyang and Mr. Cheng Jun as non-executive Directors; and Ms. Yang Huifang, Mr. Shang Jian and Mr. Zhu Hongchao as independent non-executive Directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.