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建業地產股份有限公司 *

Central China Real Estate Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0832)

CLARIFICATION ANNOUNCEMENT

DISCLOSEABLE TRANSACTION IN RELATION TO THE ENTRY INTO THE SHARE TRANSFER AGREEMENTS

Reference is made to the announcement of Central China Real Estate Limited (the “**Company**”) dated 23 July 2026 (the “**Announcement**”) in relation to, among other things, the Transaction. Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

The Company wishes to clarify that the financial information of the Target Assets and the Remaining Assets was inadvertently labelled as “pro forma” financial information under the section headed “INFORMATION OF THE TARGET COMPANIES, TARGET ASSETS, HENAN CENTRAL AND YILUYOUXI – Target Assets” in the Announcement:

* *For identification purposes only*

1. The wording “pro forma net losses before and after tax attributable to the Target Assets” in the said section should be revised to read “unaudited net losses before and after tax attributable to the Target Assets”.
2. The wording “pro forma net book value of the Target Assets as at 31 December 2025” in the said section should be revised to read “unaudited net book value of the Target Assets as at 31 December 2025”.
3. The wording “pro forma net losses before and after tax attributable to the Remaining Assets” in the said section should be revised to read “unaudited net losses before and after tax attributable to the Remaining Assets”.
4. The wording “pro forma net book value of the Remaining Assets as at 31 December 2025” in the said section should be revised to read “unaudited net book value of the Remaining Assets as at 31 December 2025”.

The Company wishes to clarify that the financial information of the Target Assets and the Remaining Assets disclosed in the Announcement did not constitute pro forma financial information on the following grounds:

- (i) Although Henan Central and Yiluyouxi each carried on both cultural tourism and residential property businesses, separate and clear accounting records were kept for each business and its related assets. This made it possible to separately identify the financial results and assets of the cultural tourism business, being the Target Assets, and the residential property business, being the Remaining Assets.
- (ii) The net losses before and after taxation disclosed in respect of the Target Assets and the Remaining Assets were extracted from the books and records of Henan Central and Yiluyouxi respectively for the relevant period.
- (iii) Similarly, the net book values disclosed in respect of the Target Assets and the Remaining Assets were extracted from the books and records of Henan Central and Yiluyouxi respectively as at the relevant dates.

- (iv) The said financial information is unaudited and was prepared on a basis consistent with the accounting policies adopted by the Group in its audited financial statements for the corresponding periods.
- (v) The said financial information merely represents historical financial information of the Target Assets and the Remaining Assets directly extracted from the books and records of each of Henan Central and Yiluyouxi and does not incorporate any hypothetical adjustments.

The Company noted that there is an arithmetical difference between (1) the aggregated net profit/loss attributable to the Target Assets and the Remaining Assets and (2) the aggregated net profit/loss attributable to Henan Central and Yiluyouxi for the years ended 31 December 2024 and 2025 as disclosed in the Announcement. The Company wishes to clarify that such difference arose from certain ancillary rental income derived from leasing part of the ancillary premises at a theme park, which is a cultural tourism property. For the purpose of presenting the disclosed unaudited net profit figures, such rental income was not reflected in the net profit attributable to either the Target Assets or the Remaining Assets, as it did not arise from the cultural tourism operations or the residential property operations and would be discontinued after the Transaction. However, because the part of the ancillary premises itself forms part of the disposal scope to the Purchasers, the net book value of the said cultural tourism asset has been properly reflected in the net book value of the Target Assets.

On the basis that the financial information of the Target Assets and the Remaining Assets disclosed in the Announcement comprises figures extracted directly from the accounting records maintained at the business unit level and does not incorporate any hypothetical adjustments, the auditors of the Company concur with the Company that such financial information did not constitute pro forma financial information.

The Company also wishes to supplement the following financial information in relation to the Remaining Assets:

	For the financial year ended 31 December 2024 RMB'000	For the financial year ended 31 December 2025 RMB'000
Remaining Assets		

Henan Central

net profits/losses before taxation and extraordinary items	26,117.4	(34,816.8)
net profits/losses after taxation and extraordinary items	20,653.4	(19,671.2)

Yiluyouxi

net losses before taxation and extraordinary items	(44,149.6)	(7,995.2)
net losses after taxation and extraordinary items	(47,657.4)	(88,426.4)

The unaudited net liabilities of the Remaining Assets of Henan Central as at 31 December 2025 is RMB369.95 million and the unaudited net liabilities of the Remaining Assets of Yiluyouxi as at 31 December 2025 is 1,029.75 million.

Save for the clarification made above, all the other information contained in the Announcement remains unchanged.

By order of the Board
Central China Real Estate Limited
Wu Po Sum
Chairman

Hong Kong, 14 August 2026

As at the date of this announcement, the Board comprises seven Directors, of which Mr. Wu Po Sum and Ms. Yang Feifei are executive Directors, Mr. Xu Huizhan and Mr. Zhang Hui are non-executive Directors, Mr. Cheung Shek Lun, Mr. Xin Luo Lin and Dr. Sun Yuyang are independent non-executive Directors.