廣州富力地產股份有限公司
GUANGZHOU R&F PROPERTIES CO., LTD.*

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

(Stock code: 2777)

OVERSEAS REGULATORY ANNOUNCEMENT

This overseas regulatory announcement is issued pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

The relevant document for Guangzhou R&F Properties Co., Ltd. (the "**Company**") has been uploaded on the website of the Shanghai Stock Exchange (http://www.sse.com.cn):

– Guangzhou R&F Properties Co., Ltd. – Announcement on Major Matters

To comply with Rule 13.10B of the Listing Rules, the uploaded information are also published on the website "HKExnews" of The Stock Exchange of Hong Kong Limited (http://www.hkexnews.hk).

By order of the Board
Guangzhou R&F Properties Co., Ltd.
Li Sze Lim
Chairman

Hong Kong, 14 September 2026

As at the date of this announcement, the executive directors of the Company are Dr. Li Sze Lim, Mr. Zhang Hui, Mr. Xiang Lijun and Mr. Zhao Feng; the non-executive directors are Ms. Zhang Lin and Ms. Li Helen; and the independent non-executive directors are Mr. Ng Yau Wah, Daniel, Mr. Wong Chun Bong and Mr. Chow Oi Wah, Fergus.

* *For identification purpose only*

Bond Code: 136360	Bond Abbreviation: H16RF4
Bond Code: 136361	Bond Abbreviation: H16RF5
Bond Code: 135468	Bond Abbreviation: H16RF6
Bond Code: 155061	Bond Abbreviation: H18RF8
Bond Code: 155106	Bond Abbreviation: H18RF1
Bond Code: 155405	Bond Abbreviation: H19RF2

Guangzhou R&F Properties Co., Ltd.

Announcement on Major Matters

All directors of the Company or persons with equivalent responsibilities warrant that the content of this announcement does not contain any false records, misleading statements or material omissions, and bear the corresponding legal responsibility for the authenticity, accuracy and completeness of the content.

Guangzhou R&F Properties Co., Ltd. (hereinafter referred to as the "Company", the "Issuer") hereby announces the major matters during the period of the corporate bonds as follows:

I. Situation of Material Litigation

(1) Basic Situation of the Litigation Case

The Guangzhou branch of a certain bank, as the claimant, initiated legal proceedings with the People's Court of Tianhe District, Guangzhou City against 惠州富力房地產開發有限公司 (Huizhou R&F Properties Development Co., Ltd.*) (1st defendant), Guangzhou R&F Properties Co., Ltd. (2nd defendant), and 惠州富茂房地產開發有限公司 (Huizhou Fumao Properties Development Co., Ltd.*) (3rd defendant) as defendants, seeking rulings that: (1) The 1st defendant to repay to the claimant the principal loan amount of RMB473,550,000, together with loan interest, default penalty interest, and compound interest; (2) The claimant be entitled to priority right of compensation over the proceeds derived from the auction or sale of the mortgaged properties of the 1st defendant and the pledged hotel operating income; (3) The 2nd defendant and 3rd defendant to assume joint and several repayment liabilities for the aforementioned debts of the 1st defendant; and all three defendants to bear the court costs of this case.

On 30 March 2026, the People's Court of Tianhe District, Guangzhou City delivered a judgement ruling that: (1) 惠州富力房地產開發有限公司 (Huizhou R&F Properties Development Co., Ltd.*) shall repay to the claimant the principal loan amount of RMB473,550,000, together with loan interest, default penalty interest, and compound interest; (2) The claimant is entitled to priority right of compensation over the proceeds derived from the auction or sale of the mortgaged properties of the 1st defendant and the pledged hotel operating income; and (3) The 2nd defendant and 3rd defendant shall assume joint and several repayment liabilities for the aforementioned debts of the 1st defendant and the court costs of this case. The litigation is now in the enforcement stage. The People's Court of Tianhe District, Guangzhou City registered the enforcement of this case on 3 August 2026 under Case No.: (2026) Yue 0106 Zhi No. 23216, with the subject matter of enforcement amounting to RMB514,184,576.

(2) Impact Analysis and Countermeasures

In relation to the litigation case, the Company and its relevant subsidiaries are actively communicating with the relevant institutions in an effort to reach an amicable and proper resolution. The Company will closely monitor the progress of the relevant matter, implement proactive countermeasures, and endeavor to minimize any adverse impact on the Group's business operations and debt repayment abilities. The Company will fulfill its information disclosure obligations in a timely manner in accordance with relevant laws and regulations. Investors are advised to pay attention to investment risks.

II. Credit Enhancement Matters

(1) Situation of Relevant Litigation

According to the "Announcement on the Resolutions of the First Bondholders' Meeting in 2022 for the 2016 Corporate Bonds (Tranche 3) (Type 1) of Guangzhou R&F Properties Co., Ltd.", the Company has provided credit enhancement for this tranche of bonds by pledging its 50% equity interest in 廣西富雅投資有限公司 (Guangxi Fuya Investment Co., Ltd.*) (the corresponding project of the company is the Nanning Fuya International Commercial Base Project). Recently, a construction decoration engineering group co., ltd., as the claimant, initiated legal proceedings with the People's Court of Yongning District, Nanning City against 廣西富雅投資有限公司 (Guangxi Fuya Investment Co., Ltd.*) (1st defendant), Guangzhou R&F Properties Co., Ltd. (2nd defendant), 廣州番禺雅居樂房地產開發有限公司 (Guangzhou Panyu Agile Realty Development Co., Ltd.*) (3rd defendant), and a certain group holdings co., ltd. (4th defendant) as defendants, seeking rulings that:

(1) The 1st defendant to pay to the claimant the outstanding construction fees of RMB6,130,837.58 and interest;

(2) The claimant be confirmed to enjoy priority right of compensation within the scope of RMB6,130,837.58 over the batch decoration engineering works constructed by it for the main building above the 43rd floor and the public areas of the side building of Fuya International Financial Center at plot No. 1 of the Nanning Project;

(3) The 2nd defendant and 3rd defendant to assume joint and several repayment liabilities for the aforementioned debts of the 1st defendant to the extent of their unpaid capital contributions;

(4) The 4th defendant to assume joint and several liability for the aforementioned debts of the 1st defendant; and

(5) All four defendants to bear all court costs, preservation fees, and preservation guarantee fees of this case.

(2) Impact Analysis and Countermeasures

The case is currently at the first instance stage. At present, the pledged equity asset provided by the Issuer as a credit enhancement measure for this tranche of bonds (namely the 50% equity interest in 廣西富雅投資有限公司 (Guangxi Fuya Investment Co., Ltd.*) held by the Company) has not been subject to any order of court attachment, seizure, or freezing of equity interest due to this litigation, nor has there been any circumstance of a material decline in its value. The Company will closely monitor the progress of this litigation, exert its utmost efforts to prevent the occurrence of adverse situations such as the disposal, attachment, seizure, or freezing of such equity interest, and endeavor to ensure that the value of such credit enhancement asset remains unaffected. The Company will strictly fulfill its information disclosure obligations in accordance with the provisions and requirements of relevant laws and regulations. Investors are advised to pay attention to investment risks.

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14 September 2026