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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 and Related Progress

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, 23 October 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 Code: 136361
Bond Code: 135468
Bond Code: 155061
Bond Code: 155106
Bond Code: 155405

Bond Abbreviation: H16RF4
Bond Abbreviation: H16RF5
Bond Abbreviation: H16RF6
Bond Abbreviation: H18RF8
Bond Abbreviation: H18RF1
Bond Abbreviation: H19RF2

Guangzhou R&F Properties Co., Ltd.

Announcement on Major Matters and Related Progress

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.

I. Situation of Litigations in this Announcement

(1) Progress of the Litigations

1. In relation to the arbitration case between the Dalian branch of a certain bank and 大連恒灣房地產開發有限公司 (Dalian Hengwan Properties Development Co., Ltd.*), the Company has disclosed the details of the aforementioned case on 27 May 2026, 11 June 2026 and 21 September 2026, details of which are available on the website of the Shanghai Stock Exchange at www.sse.com.cn. The progress of the case is now disclosed as follows:

The judicial auctions conducted by the Dalian Intermediate People's Court of Liaoning Province on the Jingdong Judicial Auction Platform in respect of the real properties located at No. 77-5-5 Fenghuang Avenue, Hunnan District, Shenyang City and No. 77-5-7 Fenghuang Avenue, Hunnan District, Shenyang City owned by 瀋陽億隆房屋開發有限公司 (Shenyang Yilong Housing Development Co., Ltd.*) ended at 10:00 on 22 October 2026, and both auctions failed.

2. In relation to the financial loan dispute between a certain bank and Guangzhou R&F Properties Co., Ltd., 廣州富宏投資諮詢有限公司 (Guangzhou Fuhong Investment Consulting Co., Ltd.*), 北京富力城房地產開發有限公司 (Beijing R&F

Properties Development Co., Ltd.*), and 天津耀華房地產開發有限公司 (Tianjin Yaohua Properties Development Co., Ltd.*), the Company has disclosed the situation of the case on 31 August 2026, 19 October 2026 and 21 October 2026. For details, please refer to the website of the Shanghai Stock Exchange at www.sse.com.cn. The progress of the case is now disclosed as follows:

According to the information shown on the National Enterprise Credit Information Publicity System, the Guangzhou Intermediate People's Court has frozen the equity interest held by the Company in its project company, 西安富力房地產開發有限公司 (Xian R&F Properties Development Co., Ltd.*), pursuant to the execution document (2026) Yue 01 Zhi Bao No. 956, involving an aggregate frozen equity amount of RMB402.507 million.

(2) Impact Analysis and Countermeasures

Regarding the aforementioned litigation cases, the Company and its relevant subsidiaries are actively communicating with relevant institutions to strive to reach appropriate solutions. The Company will continue to closely monitor the progress of relevant matters and 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.

2. Information on the Issuer's Transfer of Equity Interest in a Material Subsidiary in this Announcement

(1) Further Information on the Subject Matter

Regarding the Company's transfer of equity interest in a material subsidiary, the Company has disclosed the relevant information on 27 May 2026, details of which are set out on the website of the Shanghai Stock Exchange at www.sse.com.cn. The Company published an announcement in relation to the supplemental information on the transaction on The Stock Exchange of Hong Kong Limited on 22 October 2026, the contents of which are set out below:

The Consideration is RMB160 million, which is subject to upward adjustments based on 33.34% of the corporate income tax refund amount (if any) actually received by the Target Company. After completion of the transaction, the Target Company has received the corporate income tax refund amount of approximately RMB369 million. The final Consideration as adjusted therefore amounted to RMB283 million.

The Consideration was arrived at with reference to, among others, the appraised value of 33.34% equity interest in the Target Company as at 30 April 2026 by an independent qualified valuer using the asset-based method of approximately RMB283 million and the factors considered below:

The Target Company was a joint venture between the Company, KWG and Sun Hung Kai Properties (China). Prior to completion of the transaction, the Target Company had outstanding tax issues relating to the payment of certain land appreciation tax and late payment penalties relating to the Target Company owing to the Guangzhou Municipal Tax Bureau, of which the Company would ordinarily be expected to pay in the capacity of the shareholder of the Target Company, and the Guangzhou Municipal Tax Bureau had been chasing on the payment. Taking into account the current financial conditions and liquidity constraints of the Company, the Directors are of the view that the transaction would immediately resolve such outstanding tax issues. The obligation to settle the outstanding amount to the Guangzhou Municipal Tax Bureau is solely on the Target Company. After completion of the transaction, the Vendor no longer had any interest in the Target Company. The new shareholder of the Target Company would need to procure the required funding for the Target Company to settle the outstanding amount owing to the Guangzhou Municipal Tax Bureau, and such outstanding amount had been so settled shortly after completion of the transaction. Accordingly, the transaction had provided a complete exit solution for the Group.

In addition, the transaction had helped the Group to optimize its resources allocation, and to provide financial resources for its operations. In recent years, the PRC real estate sector has continued to face challenging conditions. The Company has been working on the implementation of various plans and measures, including asset disposals, to address the current liquidity constraints and protecting the interests of all stakeholders. The transaction provided the Group with immediate cash resources

required to maintain the Group's operational stability and preserve stakeholder confidence.

Having considered the value of the Target Company and the commercial rationale as mentioned above, the Directors are of the view that the terms of the Agreement were negotiated on an arm's length basis and on normal commercial terms, are fair and reasonable and in the interests of the Company and its shareholders as a whole.

(2) Impact Analysis and Countermeasures

The aforementioned transaction is not expected to have any material adverse impact on the normal business operations and onshore bond repayment ability of the Company. The Company will fulfill its information disclosure obligations in strict accordance with the provisions and requirements of laws and regulations based on the progress of the matter. The Company undertakes that the information disclosed is true, accurate, complete, and timely, and will properly carry out information disclosure work in compliance with the provisions of laws and regulations as well as regulatory rules. Shareholders and potential investors are advised to pay attention to investment risks.

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Guangzhou R&F Properties Co., Ltd.

23 October 2026