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SHIMAO GROUP HOLDINGS LIMITED

世茂集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 813)

INSIDE INFORMATION

(1) UPDATE ON WINDING-UP PETITION

AND

(2) DISCLOSURE PURSUANT TO RULE 13.19 OF THE LISTING RULES

This announcement is made by Shimao Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09, Rule 13.25(1)(b) and Rule 13.19 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and provisions of inside information under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong).

Reference is made to the Company’s announcement dated 21 July 2025 (the “**Restructuring Announcement**”) in relation to the offshore debt restructuring of the Company and the announcements dated 27 August 2026 and 8 September 2026 (collectively, the “**Petition Announcements**”, together with the Restructuring Announcement, the “**Announcements**”) in relation to the winding-up petition filed by 國通信託有限責任公司 (Guotong Trust Co., Ltd.) (the “**Petition**”). Unless otherwise defined, capitalised terms used hereinafter shall have the same meanings as those defined in the Announcements.

The Company wishes to provide an update on the impact of the Petition on the Short Term Notes, the Short Term Loan, the Series A Long Term Notes, the Series B Long Term Notes, the Series C Long Term Notes, the Long Term Loan and the Long Term Notes B (collectively, the “**Affected Debt Instruments**”) issued or incurred by the Company as part of its offshore debt restructuring, as disclosed in the Restructuring Announcement. As at the date of this announcement, the aggregate outstanding principal amount of the Affected Debt Instruments was approximately US\$9,068,154,524, including US\$770,997,665 and US\$1,268,807,997 for the Short Term Loan and the Long Term Loan, respectively.

Under the applicable terms of the Affected Debt Instruments, as the Petition remained undismissed and unstayed for a period of 60 consecutive days following its presentation on 27 August 2026, an event of default occurred under each of the Affected Debt Instruments upon the expiry of such period on 25 October 2026. Accordingly, the outstanding principal of, premium, if any, and accrued and unpaid interest on the Affected Debt Instruments then outstanding have automatically become immediately due and payable. The event of default and the resulting acceleration of the Affected Debt Instruments may have a material adverse impact on the financial position of the Company.

As at the date of this announcement, the Company has not received any notice or demand for immediate repayment in respect of the Affected Debt Instruments. The Company intends to oppose the Petition vigorously and is seeking legal and financial advice on the implications of and its response to the Petition.

The Company will keep its shareholders and potential investors informed of any material developments relating to the Petition and make further announcements as and when appropriate.

The Company wishes to remind shareholders and potential investors of the Company that transfer of the Company's shares may be restricted as HKSCC may at any time, and without notice, exercise its powers to temporarily suspend any of its services in respect of the Company's shares, including the suspension of acceptance of deposits of share certificates of the Company into CCASS. For details, please refer to the circular published by HKSCC on 28 December 2016 at http://www.hkex.com.hk/eng/market/partcir/hkscc/2016/Documents/ce332_2016.pdf.

Holders of the Company's securities and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

On behalf of the Board
Shimao Group Holdings Limited
Hui Sai Tan, Jason
Chairman and President

Hong Kong, 26 October 2026

As at the date of this announcement, the Board comprises two Executive Directors, namely, Mr. Hui Sai Tan, Jason (Chairman and President) and Mr. Zhao Jun; one Non-executive Director, namely, Ms. Hui Mei Mei, Carol; and three Independent Non-executive Directors, namely, Mr. Lyu Hong Bing, Mr. Lam Ching Kam and Mr. Fung Tze Wa.