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TA YANG GROUP HOLDINGS LIMITED
大洋集團控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1991)

INSIDE INFORMATION
ENTERING INTO OF THE SETTLEMENT AGREEMENT AND UPDATE ON THE WINDING-UP PETITION

This announcement is made by the board of directors (the "**Board**") of Ta Yang Group Holdings Limited (the "**Company**") pursuant to Rules 13.09 and 13.25(1)(b) 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).

Reference is made to the announcements of the Company dated 23 March 2026, 10 June 2026, 22 June 2026, 21 September 2026 and 26 October 2026 (the "**Announcements**") in relation to, among other things, the winding-up petition (the "**Petition**") presented against the Company by Rising Jiarui Investment Management Co., Ltd (北京日信嘉鋭投資管理有限公司) (the "**Petitioner**"). Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

The Board hereby announces that the Company and the Petitioner entered into a settlement agreement (the "**Settlement Agreement**") in respect of the Petition and the related indebtedness under the convertible bonds and the Company has paid the settlement sum to the Petitioner in accordance with the terms of the Settlement Agreement. The Company and the Petitioner will, in accordance with the Settlement Agreement, apply to the High Court of Hong Kong for withdrawal of the Petition. The Board considers that the entering into of the Settlement Agreement and the payment of the Settlement Sum are in the interests of the Company and its shareholders as a whole.

The Company will make further announcement(s) as and when there is any material development in relation to the withdrawal of the Petition.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

By order of the Board
Ta Yang Group Holdings Limited
Shi Qi
Chairlady

Hong Kong, 2 November 2026

As at the date of this announcement, the Board comprises two executive Directors, namely Ms. Shi Qi and Mr. Li Jiuhua; four non-executive Directors, namely Mr. Gu Shixiang, Mr. Han Lei, Mr. Wang Dongzhu and Mr. Law Wai Ip Vincent; and two independent non-executive Directors, namely Mr. Zhang Li and Dr. Xie Jun.