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合景泰富集團
KWG GROUP HOLDINGS

KWG GROUP HOLDINGS LIMITED

合景泰富集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1813)

**ANNOUNCEMENT MADE PURSUANT TO
RULES 13.51B(2), 13.51(2)(h), 13.51(2)(n)(iii) AND 13.51(2)(n)(iv)
OF THE LISTING RULES**

This announcement is made by KWG Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rules 13.51B(2), 13.51(2)(h), 13.51(2)(n)(iii) and 13.51(2)(n)(iv) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

On 19 November 2025, the Guangdong Regulatory Bureau of the China Securities Regulatory Commission (the “**Guangdong Securities Regulatory Bureau**”) issued a decision to Guangzhou Hejing Holdings Limited (廣州合景控股集團有限公司) (“**Guangzhou Hejing**”) and Guangzhou Tianjian Real Estate Development Limited (廣州市天建房地產開發有限公司) (“**Guangzhou Tianjian**”), both being subsidiaries of the Company, and Mr. Kong Jiantao (“**Mr. Kong**”), an executive director, the chief executive officer and controlling shareholder of the Company, that, since Guangzhou Hejing and Guangzhou Tianjian failed to make timely disclosure of certain debt defaults in accordance with the Administrative Measures for the Issuance and Transactions of Corporate Bonds and the Administrative Measures for Information Disclosure for Enterprise Credit Bonds, the Guangdong Securities Regulatory Bureau imposed a regulatory measure (the “**Administrative Regulatory Measure**”) on Guangzhou Hejing, Guangzhou Tianjian and Mr. Kong, being the former chairman of the board of directors and the former general manager of Guangzhou Hejing and Guangzhou Tianjian until 13 December 2023, and required each of Guangzhou Hejing and Guangzhou Tianjian to submit a rectification report to the Guangdong Securities Regulatory Bureau, with a copy to the Shanghai Stock Exchange. The Shanghai Stock Exchange also issued warnings to i) the Company on 29 October 2025 in relation to similar failure during the period from July 2024 to December 2024, and ii) the Company, Guangzhou Hejing and

Guangzhou Tianjian on 3 July 2026 in relation to similar failure during the period from July 2025 to December 2025 (the “**Warnings**”). The amount of the said debt defaults represented less than 5% of the consolidated total liabilities of the Company as at 31 December 2024 and 2025 respectively. Apart from Mr. Kong, no other director of the Company was a director or senior management of Guangzhou Hejing and Guangzhou Tianjian when the Administrative Regulatory Measure and the Warnings were issued.

The board of directors of the Company (the “**Board**”) (except Mr. Kong Jianmin and Mr. Kong Jiannan, who are brothers of Mr. Kong, and Mr. Kong, collectively, the “**Abstained Directors**”) has reviewed the letters related to the Administrative Regulatory Measure and the Warnings, and believes that the relevant non-compliance was caused by objective factors, including the scale of operations of the Group, their debt position, and the allocation of the Group’s resources and the practical feasibility of complying with the relevant disclosure requirements under special times of operational difficulties.

The Board (except the Abstained Directors) is of the view that the Administrative Regulatory Measure and the Warnings were not due to any dishonest or fraudulent conduct on the part of Mr. Kong, but rather resulted from the objective factors described above. Mr. Kong has acted with integrity and diligence, possesses over 31 years of experience in property development and has been a director of the Group since 1995. Mr. Kong’s background, expertise, skills, and experience will continue to enhance the Board’s decision-making capabilities and benefit the Group’s business development and management. Based on the foregoing, the Board (except the Abstained Directors) considers that Mr. Kong remains suitable to serve as an executive director and a chief executive officer of the Company.

The Board considers that the Administrative Regulatory Measure and the Warnings will not have any material adverse impact on the business and/or operations of the Group. Each of Guangzhou Hejing and Guangzhou Tianjian has submitted the rectification report to the Guangdong Securities Regulatory Bureau, with a copy to the Shanghai Stock Exchange, and the Company, Guangzhou Hejing and Guangzhou Tianjian have proactively implemented remedial measures to regulate the performance of their information disclosure obligations.

Mr. Kong has confirmed to the Company that, save as disclosed in this announcement, there is no information about Mr. Kong that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules, and there are no matters about Mr. Kong that need to be brought to the attention of the shareholders of the Company.

By order of the Board
KWG Group Holdings Limited
KONG Jianmin
Chairman

Hong Kong, 31 July 2026

As at the date of this announcement, the Board comprises seven Directors, of whom Mr. KONG Jianmin (Chairman), Mr. KONG Jiantao (Chief Executive Officer), Mr. KONG Jiannan and Mr. CAI Fengjia are executive Directors; and Mr. TAM Chun Fai, Mr. LAW Yiu Wing, Patrick and Ms. WONG Man Ming, Melinda are independent non-executive Directors.