世纪阳光

世紀陽光集團控股有限公司

CENTURY SUNSHINE GROUP HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 509)

QUARTERLY UPDATE ON RESUMPTION PROGRESS; AND CONTINUED SUSPENSION OF TRADING

This announcement is published by Century Sunshine Group Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") pursuant to the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rule 13.09(2) of the Rules Governing the Listing of Securities (the "**Listing Rules**") on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**").

Reference is made to the announcements of the Company dated (a) 28 March 2025, 30 June 2025, 29 August 2025, 30 September 2025, 12 November 2025, 31 December 2025 and 31 March 2026 ("**31 Mar Announcement**") (collectively, the "**Resumption Announcements**") in relation to, among others, (i) the delay in publication of 2024 Annual Results and the despatch of 2024 Annual Report; (ii) the suspension of trading in the shares of the Company ("**Shares**"); (iii) the Resumption Guidance for the Company imposed by the Stock Exchange for the Resumption in the Shares; (iv) the delay in publication of 2025 Interim Results and the despatch of 2025 Interim Report; (v) the delay in publication of 2025 Annual Results and the despatch of 2025 Annual Report and (vi) update on resumption progress; and (b) 12 February 2025, 29 August 2025, 18 November 2025 and 2 February 2026 ("**2 Feb Announcement**") in relation to, among others, the update on the follow-up actions of Shangdong Hongri in relation to the Administrative Ruling of the Shandong Court and the Termination Notice issued by the Linyi Municipal Government and the update on the progress of the auction of the Land Use Rights of Shandong Hongri (collectively, the "**Shandong Hongri Announcements**").

Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Resumption Announcements and the Shandong Hongri Announcements.

RESUMPTION GUIDANCE

As disclosed in the announcement of the Company dated 30 June 2025, the Company received the following resumption guidance from the Stock Exchange:

(a) publish all Outstanding Financial Results required under the Listing Rules and address any audit modifications;

(b) demonstrate the Company's compliance with Rule 13.24 of the Listing Rules;

(c) re-comply with Rules 3.10(1), 3.21 and 3.27A of the Listing Rules;

(d) comply with Rule 13.92 of the Listing Rules; and

(e) inform the market of all material information for the Company's Shareholders and investors to appraise its position.

UPDATE ON RESUMPTION PROGRESS

The major developments since the 31 Mar Announcement are set out below:

Outstanding Financial Results

As disclosed in the 31 Mar Announcement, alternative procedures for outstanding audit confirmations have been completed to the Auditor's satisfaction.

As at the date of this announcement, the Company is still in the course of compiling the necessary information and documents for finalisation of the Outstanding Financial Results, which mainly include information and documents in relation to the liquidation of Jiangxi Tianrui, the Administrative Ruling and the auction of the Land Use Rights of Shandong Hongri.

Information and documents in relation to the liquidation of Jiangxi Tianrui

The liquidation proceedings are conducted by an independent third party appointed by the Jiangxi Ruichang Court and the Company remains in a position of passively awaiting notification of the outcome by the Jiangxi Ruichang Court. As disclosed in the 31 Mar Announcement, relevant information for alternative procedures was passed to the Auditor for review. As at date of this announcement, both the Auditor and the Company considered that deconsolidation of Jiangxi Tianrui would be the appropriate alternative procedure, and steps are currently being taken to implement this process. As Jiangxi Tianrui had ceased operations in prior years, the deconsolidation of Jiangxi Tianrui is not expected to have any material adverse impact on the Group's business operations.

Shandong Hongri

(i) Follow-up actions of Administrative Ruling

As disclosed in the 2 Feb Announcement and 31 March Announcement, Shandong Hongri considered the unilateral Termination Notice for the "Agreement of Relocation to Parks from City" as procedurally unlawful and has applied to the Linyi Municipal Government for Administrative Review, seeking revocation of the notice, confirmation of illegality, continued performance of the "Agreement of Relocation to Parks from City", and a hearing. Owing to the application submitted to the Supreme People's Court of the People's Republic of China for a retrial of the Administrative Ruling, Shandong Hongri has been informed by the Linyi Municipal Government that the Administrative Review was suspended.

(ii) Auction of the Land Use Rights

As disclosed in 31 March Announcement, Shandong Hongri challenged the appraisal of its Land Use Rights and applied for a stay. The auction was put on hold.

The Company would like to reiterate that on 30 October 2025, the Shandong Provincial High People's Court ("**Shandong Court**") had issued its second-instance judgment (i.e. Administrative Ruling), affirming the legality and validity of "Agreement of Relocation to Parks from City". Regarding the validity concerning the prerequisite soil remediation requirement referenced in the Administrative Ruling, Shandong Hongri has applied to the Supreme People's Court of the People's Republic of China for a retrial of the Administrative Ruling and such application has been accepted.

The Company will continue to take necessary actions to protect the interests of Shandong Hongri, its shareholders, and offshore creditors.

The Company is actively cooperating with the Auditor, to prepare and finalize the 2024 Annual Results and the 2025 Annual Results. The Company will publish the 2024 Annual Results, the 2024 Annual Report, the 2025 Interim Results, the 2025 Interim Report, the 2025 Annual Results and the 2025 Annual Report as soon as practicable.

Update on matters relating to Rules 3.10(1), 3.21, 3.27A and 13.92 of the Listing Rules

As disclosed in the announcement of the Company dated 1 April 2025, the Company requires additional time to identify and appoint a female candidate as an independent non-executive Director. Despite of efforts on seeking suitable candidates through professional body and other channels during the period, the Sino-US relations remain tense, restraints on trade were unreasonably imposed on the Group by the US Government since August 2024, and trading in the Shares of the Company was suspended at the same time, it causes concerns to any talents as potential candidates to join the Company. The availability of suitable candidates and market competition for experienced female professionals have further contributed to the difficulty and delay. For compliance with the requirements of Rules 3.10(1), 3.21, 3.27A and 13.92 of the Listing Rules, the Company will make every effort to complete the appointment as soon as practicable.

Business operation

The Company is an investment holding company incorporated in the Cayman Islands with limited liability and the issued shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 509). The Group is principally engaged in fertiliser business and magnesium product business.

In respect of the fertilisers business, as disclosed in the Resumption Announcements, the Shandong Hongri Announcements, and the Company's annual report for the year ended 31 December 2023 and interim report for the six months ended 30 June 2024, the Group faces ongoing liquidity and operational challenges, particularly Luozhuang District Government's failure to fulfill its obligations under the "Agreement of Relocation to Parks from City". This failure has materially constrained the Group's ability to secure adequate resources and financing, as potential lenders and investors remain cautious in light of the unresolved obligations. Consequently, the Group's operational flexibility has been significantly restricted, limiting its capacity to sustain its production activities, and pursue growth initiatives. As a result, the fertiliser business remains underperforming and sustained mainly through brand licensing.

As at the date of this announcement, the magnesium product business is continuing as usual in material respects notwithstanding the suspension of trading in the Shares of the Company.

Further announcement(s) will be made by the Company as and when appropriate and in accordance with the requirements of the Listing Rules to update its shareholders and potential investors on the progress in complying with the Resumption Guidance.

CONTINUED SUSPENSION OF TRADING

Trading in the Shares of the Company on the Stock Exchange has been suspended from 9:00 a.m. on 1 April 2025 and will remain suspended until the Company meets all Resumption Guidance, remedies the issues causing its trading suspension and fully complies with the Listing Rules to the Stock Exchange's satisfaction.

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
Century Sunshine Group Holdings Limited
Chi Jing Chao
Executive Director

Hong Kong, 30 June 2026

As at the date of this announcement, the Directors are:

Executive Directors	:	*Mr. Chi Wen Fu and Mr. Chi Jing Chao*
Independent Non-executive Directors	:	*Mr. Cheung Sound Poon and Mr. Shen Yi Min*