

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



**GUANGDONG – HONG KONG GREATER BAY AREA
HOLDINGS LIMITED**

粵港灣控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1396)

**(1) GRANT OF SHARE OPTIONS; AND
(2) CHANGE OF DIRECTORS AND APPOINTMENT
OF CHIEF EXECUTIVE OFFICER**

GRANT OF SHARE OPTIONS

The Board announces that on 26 June 2022, 30,000,000 Share Options entitling the holder thereof to subscribe for a total of 30,000,000 Shares with par value of HK\$0.01 each were granted to Mr. He Fei (subject to his acceptance) under the share option scheme adopted by the Company on 30 May 2019.

CHANGE OF DIRECTORS AND APPOINTMENT OF CHIEF EXECUTIVE OFFICER

The Board announces that, with effect from 27 June 2022:

1. Mr. Yang Sanming has resigned as an executive Director and the executive CEO of the Company;
2. Mr. Wang Dewen has resigned as an executive Director and a member of the Remuneration Committee, and has been re-designated as a consultant to the Company;
3. Mr. Yue Zheng has resigned as an independent non-executive Director, the chairman of the Remuneration Committee, a member of each of the Audit Committee and the Nomination Committee;
4. Mr. He Fei has been appointed as an executive Director and the CEO;
5. Ms. Wei Haiyan has been appointed as an executive Director and a member of the Remuneration Committee;

6. Mr. Feng Ke has been appointed as a non-executive Director;
7. Mr. Guan Huanfei has been appointed as an independent non-executive Director, the chairman of the Remuneration Committee and a member of the Audit Committee;
8. Mr. Han Qinchun has been appointed as an independent non-executive Director, the chairman of the Audit Committee and a member of each of the Remuneration Committee and Nomination Committee;
9. Mr. Wong Choi Hing has been re-designated from a non-executive Director and the chairman of the Board to an executive Director and a co-chairman of the Board;
10. Mr. Zeng Yunshu has been appointed as the chairman of the Board of the Company;and
11. Mr. Cai Hongwen has been appointed as the co-chairman of the Board of the Company.

Following the appointment of Mr. Guan Huanfei and Mr. Han Qinchun, the Company has re-complied with the requirements under Rules 3.10(1), 3.10A, 3.21 and 3.25 of the Listing Rules.

GRANT OF SHARE OPTIONS

This section of this announcement is made pursuant to Rule 17.06A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board (the “**Board**”) of directors (the “**Directors**”) of Guangdong – Hong Kong Greater Bay Area Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that on 26 June 2022 (the “**Date of Grant**”), 30,000,000 share options (the “**Share Options**”) entitling the holder thereof to subscribe for a total of 30,000,000 shares of the Company (the “**Shares**”) with par value of HK\$0.01 each were granted to Mr. He Fei (“**Mr. He**”), who is appointed as an executive Director and the chief executive officer of the Company (the “**CEO**”) with effect from 27 June 2022, under the share option scheme adopted by the Company on 30 May 2019.

A summary of the grant of the Share Options is set out below:

Date of Grant:	26 June 2022
Number of Share Options granted:	30,000,000 Share Options
Grantee:	Mr. He
Exercise price of Share Options granted	HK\$0.50 per Share
	The exercise price of HK\$0.50 is higher than:

	(i) the closing price of the Shares of HK\$0.25 as stated in the daily quotation sheet of the Stock Exchange for the trading day immediately prior to the Date of Grant;
	(ii) the average closing price of the Shares in the daily quotation sheets of the Stock Exchange for the 5 trading days immediately preceding the Date of Grant (that is HK\$0.25); and
	(iii) the nominal value of a Share (that is HK\$0.01)
Vesting date of the Share Options:	30% of the Share Options granted will vest on 1 April 2023; 30% of the Share Options granted will vest on 1 April 2024; and 40% of the Share Options granted will vest on 1 April 2025
Exercise period and validity period of the Share Options:	The Share Options can be exercised within 3 months from the respective vesting dates of the Share Options (i.e. from 1 April 2023 to 1 July 2023; from 1 April 2024 to 1 July 2024, and from 1 April 2025 to 1 July 2025)

As at the Date of Grant, Mr. He was not a Director, chief executive or substantial shareholder (as defined in the Listing Rules) of the Company, or an associate (as defined in the Listing Rules) of any of them.

Nevertheless, the grant of Share Options had been approved by the Directors (including the independent non-executive Directors).

CHANGE OF DIRECTORS AND APPOINTMENT OF CHIEF EXECUTIVE OFFICER

Resignation of Directors

The Board announces that with effect from 27 June 2022:

1. Mr. Yang Sanming (“**Mr. Yang**”) has resigned as an executive Director and the executive chief executive officer of the Company due to other personal developments;
2. Mr. Wang Dewen (“**Mr. Wang**”) has resigned as an executive Director and a member of the remuneration committee (the “**Remuneration Committee**”) of the Company due to other personal developments, and has been re-designated as a consultant to the Company;
3. Mr. Yue Zheng (“**Mr. Yue**”) has resigned as an independent non-executive Director, the chairman of the Remuneration Committee, a member of each of the Audit Committee and nomination committee (the “**Nomination Committee**”) of the Company due to other personal developments.

Each of Mr. Yang, Mr. Wang and Mr. Yue has confirmed that he has no disagreement with the Board and that there is no other matter in connection with his resignation that need to be brought

to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to express its gratitude to Mr. Yang, Mr. Wang and Mr. Yue for their valuable contribution towards the Company during their tenures of service.

Appointment of Directors

The Board further announces that with effect from 27 June 2022:

1. Mr. He has been appointed as an executive Director and the CEO of the Company; and
2. Ms. Wei Haiyan (“**Ms. Wei**”) has been appointed as an executive Director and a member of the Remuneration Committee;
3. Mr. Feng Ke (“**Mr. Feng**”) has been appointed as a non-executive Director;
4. Mr. Guan Huanfei (“**Mr. Guan**”) has been appointed as an independent non-executive Director, the chairman of the Remuneration Committee and a member of the Audit Committee; and
5. Mr. Han Qinchun (“**Mr. Han**”) has been appointed as an independent non-executive Director, the chairman of the Audit Committee and a member of each of the Nomination Committee and Remuneration Committee.

Set out below are the biographical details of Mr. He, Ms. Wei, Mr. Feng, Mr. Guan and Mr. Han:

Mr. He Fei

Mr. He, aged 51. During the period from May 2020 to April 2021, Mr. He served as a director and the chief executive officer of Myhome Real Estate Development Group Co., Ltd. (a company listed on the Shenzhen Stock Exchange (the “**SZSE**”), stock code: 000667.SZ) (the “**Myhome Real Estate**”). He had been the co-chief executive officer of the Myhome Real Estate from November 2019 to May 2020. During the period from January 2018 to November 2019, Mr. He served as a vice-president and regional general manager of Shenzhen in CIFI Holdings (Group) Co. Ltd. (a company listed on the Main Board of the Stock Exchange, stock code: 0884.HK). During the period from April 2004 to December 2017, Mr. He had worked at China Merchants Shekou Industrial Zone Holdings Co., Ltd. (a company listed on the SZSE, stock code: 001979.SZ) (the “**Merchants Shekou**”), and had successively served as the general manager of Foshan Merchants Real Estate Co., Ltd. and Guangzhou Merchants Real Estate Co., Ltd., a deputy general manager of Guangzhou management headquarter of Merchants Shekou, assistant to the general manager, the general manager of the operation management centre and a deputy general manager of the Merchants Shekou. Mr. He had served as a deputy director and project manager of Shenzhen No.1 Construction Engineering Company from July 1993 to April 2004. Mr. He obtained a Master degree of Engineering Management from the Southeast University in 2004.

The Company has entered into a service agreement with Mr. He in relation to his appointment as an executive Director and the CEO for a term of three years, unless either party issues a notice of

termination not less than 30 days in advance, commencing from 27 June 2022. Pursuant to the articles of association of the Company, Mr. He will retire at the forthcoming annual general meeting of the Company and shall be subject to re-election at such meeting. Mr. He is entitled to receive the emoluments of RMB2,600,000 per annum, which includes director's fee of RMB300,000 per annum, and salary as the CEO of RMB2,300,000 per annum, together with discretionary bonus, allowances and other incentives (if any), which are determined by the Board with reference to his skills, experience and responsibilities with the Company. The remuneration of Mr. He is subject to review by the Board and the Remuneration Committee from time to time.

As disclosed in the section headed "Grant of Share Options" above, as at the date of this announcement, 30,000,000 Share Options had also been granted to Mr. He.

Save as disclosed above, as at the date of this announcement, Mr. He (i) does not hold any directorships in any listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years prior to the date of this announcement; (ii) does not have any relationship with any Director, senior management, substantial or controlling shareholders of the Company (having the meaning ascribed to it in the Listing Rules; (iii) does not have any interest in the securities (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO") (Chapter 571 of the Laws of Hong Kong)) of the Company; and (iv) has not previously held any other position with any member of the Group and does not hold any other positions with the Company or other members of the Group.

Save as disclosed above, there is no further information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters relating to the appointment of Mr. He that need to be brought to the attention of the shareholders of the Company.

Ms. Wei Haiyan

Ms. Wei, aged 47, has been the chairman of the board of the Ruixin Haide Group Co., Ltd. from December 2010 to June 2022. She is involved in the overall planning and development strategy decisions and is responsible for the management of investment, administration and human resources. Ms. Wei has been the vice president of Suncity Group Holdings Limited (previously known as Hong Long Holdings Limited, a company listed on the Main Board of the Stock Exchange, stock code: 1383.HK) from September 2000 to February 2011, and has extensive experience in internal management of corporations.

Ms. Wei graduated from the Graduate School of Chinese Academy of Social Sciences in 1998. She completed the advanced seminar on information management at Tsinghua University in 2006 and was awarded as an information analyst. Ms. Wei was appointed as a member of the fifth and sixth Chinese People's Political Consultative Conference, Meizhou, Guangdong Province.

The Company has entered into a service agreement with Ms. Wei in relation to his appointment as an executive Director of the Company for a term of three years, unless either party issues a notice of termination not less than 30 days in advance, commencing from 27 June 2022. Pursuant to the articles of association of the Company, Ms. Wei will retire at the forthcoming annual general meeting of the Company and shall be subject to re-election at such meeting. Ms. Wei is entitled

to receive the emoluments of RMB1,000,000 per annum, which includes director's fee of RMB100,000 per annum, together with discretionary bonus, allowances and other incentives (if any), which are determined by the Board with reference to his skills, experience and responsibilities with the Company. The remuneration of Ms. Wei is subject to review by the Board and the Remuneration Committee from time to time.

Save as disclosed above, as at the date of this announcement, Ms. Wei (i) does not hold any directorships in any listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years prior to the date of this announcement; (ii) does not have any relationship with any Director, senior management, substantial or controlling shareholders of the Company (having the meaning ascribed to it in the Listing Rules); (iii) does not have any interest in the securities (within the meaning of Part XV of the SFO) of the Company; and (iv) has not previously held any other position with any member of the Group and does not hold any other positions with the Company or other members of the Group.

Save as disclosed above, there is no further information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters relating to the appointment of Ms. Wei that need to be brought to the attention of the shareholders of the Company.

Mr. Feng Ke

Mr. Feng, aged 50, obtained a doctor degree in Theoretical Economics from the School of Economics of Peking University and was a postdoctoral researcher in Applied Economics from Guanghua School of Management, Peking University. He is currently a director of Research Center of Financial and Industrial Development of Peking University, a professor of Department of Finance, School of Economics, Peking University, a master's degree advisor and doctoral advisor.

Mr. Feng is currently appointed as an independent director of Liaoning Chengda Co., Ltd (a company listed on the Shanghai Stock Exchange ("SHSE"), stock code: 600739.SH), Aotecar New Energy Technology Co., Ltd (a company listed on the SZSE, stock code: 002239.SZ) and Tianjin Guangyu Development Co., Ltd (a company listed on the SZSE, stock code: 000537.SZ). Mr. Feng is also appointed as an independent non-executive director of China Huirong Financial Holdings Limited (a company listed on the Main Board of the Stock Exchange, stock code: 1290.HK), Zhuguang Holdings Group Company Limited (a company listed on the Main Board of the Stock Exchange, stock code: 1176.HK) and an executive director of Asian Capital Resources (Holdings) Limited (a company listed on the Main Board of the Stock Exchange, stock code: 8025.HK).

Mr. Feng has been appointed as an independent non-executive director of Yingde Gases Group Company Limited (a company previously listed on the Main Board of the Stock Exchange, stock code: 2168.HK, which was delisted on 21 August 2017) from November 2016 to March 2017. He has been appointed as an independent director of Shenzhen Success Electronics Co., Ltd. (a company listed on the SZSE, stock code: 002289.SZ) from December 2015 to October 2020. Mr. Feng has served as an independent director of NanHua Bio-medicine Co., Ltd. (a company listed on the SZSE, stock code: 000504.SZ) from December 2013 to December 2014, Sichuan

Guangan AAA Public Co., Ltd. (a company listed on the SHSE, stock code: 600979.SH) from November 2011 to September 2014, China Greatwall Technology Group Co., Ltd. (a company listed on the SZSE, stock code: 000066.SZ) from August 2010 to April 2018, Tande Co., Ltd. (a company listed on the SHSE, stock code: 600665.SH) from December 2009 to December 2015, and Guangdong Provincial Expressway Development Co., Ltd. (a company listed on the SZSE, stock code: 000429.SZ) from June 2009 to April 2016. Mr. Feng has also served as an assistant manager of Golden Eagle Asset Management Co., Ltd. from November 2002 to January 2006.

The Company has entered into a service agreement with Mr. Feng in relation to his appointment as a non-executive Director of the Company for a term of three years, unless either party issues a notice of termination not less than 14 days in advance, commencing from 27 June 2022. Pursuant to the articles of association of the Company, Mr. Feng will retire at the forthcoming annual general meeting of the Company and shall be subject to re-election at such meeting. Mr. Feng is entitled to receive a director's fee of HK\$300,000 per annum as determined by the Board with reference to his duties and responsibilities with the Company. The remuneration of Mr. Feng is subject to review by the Board and the Remuneration Committee from time to time.

Save as disclosed above, as at the date of this announcement, Mr. Feng (i) does not hold any directorships in any listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years prior to the date of this announcement; (ii) does not have any relationship with any Director, senior management, substantial or controlling shareholders of the Company (having the meaning ascribed to it in the Listing Rules); (iii) does not have any interest in the securities (within the meaning of Part XV of the SFO) of the Company; and (iv) has not previously held any other position with any member of the Group and does not hold any other positions with the Company or other members of the Group.

Save as disclosed above, there is no further information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters relating to the appointment of Mr. Feng that need to be brought to the attention of the shareholders of the Company.

Mr. Guan Huanfei

Mr. Guan, aged 65, obtained a Doctor degree in Economics in 2000 from Wuhan University and was a postdoctoral researcher in Theoretical Economics with Fudan University from 2000 to 2002. Mr. Guan has been a part-time researcher of the Insurance Research Centre of Fudan University since 2004. He has been appointed as a part-time lecturer of professional degree of Fudan University since 2013. Mr. Guan has been appointed as a visiting professor of Jilin University of Finance and Economics since August 2019. Mr. Guan has been an economic and technical consultant of People's Government of Jilin Province for years. Mr. Guan has extensive experience in finance and insurance industry in Hong Kong and the People's Republic of China. He held various senior managerial positions in the People's Insurance Company of China (Jilin Branch), the business department of Hong Kong and Macao Regional Office of China Insurance Group, China Taiping Insurance (HK) Company Limited and China Pacific Insurance Co., (H.K.) Limited. He also held offices at the Bank of Communications, including the deputy chairman of the risk asset management committee, the deputy chairman of credit asset management committee, the chairman of loan verification committee, the deputy general manager of the Bank of

Communications Hong Kong Branch, a director of Bank of Communications Trustee Limited, the chairman and chief executive of China BOCOM Insurance Company Limited and an executive director and general manager of BoCommLife Insurance Company Limited.

Mr. Guan is currently an independent non-executive director of each of China Nonferrous Mining Corporation Limited (a company listed on the Main Board of the Stock Exchange, stock code: 1258.HK), China Shandong Hi-Speed Financial Group Limited (a company listed on the Main Board of the Stock Exchange, stock code: 412.HK), Huarong International Financial Holdings Limited (a company listed on the Main Board of the Stock Exchange, stock code: 993.HK), Sunwah Kingsway Capital Holdings Limited (a company listed on the Main Board of the Stock Exchange, stock code: 188.HK), and Shanghai Zendai Property Limited (a company listed on the Main Board of the Stock Exchange, stock code: 755.HK).

During the period from December 2017 to June 2018, Mr. Guan served as a non-executive director of Ping An Securities Group (Holdings) Limited (a company listed on the Main Board of the Stock Exchange, stock code: 231.HK). Mr. Guan had been the chairman emeritus of Culturecom Holdings Limited (a company listed on the Main Board of the Stock Exchange, stock code: 343.HK) and the chairman of the board of directors of UCAN.COM Group Limited, a subsidiary of Culturecom Holdings Limited from July 2013 to March 2016. Mr. Guan was an independent non-executive director of Solis Holdings Limited (a company listed on the Main Board of the Stock Exchange, stock code: 2227.HK) from August 2019 to September 2020. Mr. Guan was also an independent non-executive director of China Wood International Holding Co., Limited (formerly known as HongDa Financial Holding Limited) (a company listed on the Main Board of the Stock Exchange, stock code: 1822.HK) during the period from June 2018 to May 2020. Mr. Guan was an executive director and chairman of the board of directors of Enterprise Development Holdings Limited (a company listed on the Main Board of the Stock Exchange, stock code: 1808.HK) from June 2020 to May 2021.

Mr. Guan has entered into a service agreement with the Company for a term of three years unless either party issues a notice of termination not less than 14 days in advance, with effect from 27 June 2022. Pursuant to the articles of association of the Company, Mr. Guan will retire at the forthcoming annual general meeting of the Company and shall be subject to re-election at such meeting. Mr. Guan is entitled to receive a director's fee of HK\$300,000 per annum as determined by the Board with reference to his duties and responsibilities with the Company. Mr. Guan has confirmed that he meets the independence criteria set out in Rule 3.13 of the Listing Rules.

Save as disclosed above, as at the date of this announcement, Mr. Guan (i) does not hold any directorships in any listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years prior to the date of this announcement; (ii) does not have any relationship with any Director, senior management, substantial or controlling shareholders of the Company (having the meaning ascribed to it in the Listing Rules); (iii) does not have any interest in the securities (within the meaning of Part XV of the SFO) of the Company; and (iv) has not previously held any other position with any member of the Group and does not hold any other positions with the Company or other members of the Group.

Save as disclosed above, there is no further information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters relating to the appointment of Mr. Guan that need to be brought to the attention of the shareholders of the Company.

Mr. Han Qinchun

Mr. Han, aged 64, has extensive experience in investment, financial management and management of listed companies. Mr. Han has been appointed as the founder and chairman of a Hong Kong real estate fintech company - Hong Kong Private Markets Limited since November 2014. He has been an independent non-executive director of LongiTech Smart Energy Holding Limited (a company listed on the Main Board of the Stock Exchange, stock code: 1281.HK) since April 2015. Mr Han was an independent non-executive director of Lingbao Gold Group Company Limited (a company listed on the Main Board of the Stock Exchange, stock code: 3330.HK) from March 2012 to July 2021. In addition to the performance of his supervisory responsibilities as an independent non-executive director, Mr. Han uses his own experience, knowledge and resources to provide financial management related advice and support to the listed companies' development strategy, particularly in the area of capital market operation. Mr. Han was appointed as a director and distinguished professor of the Real Estate Centre at Peking University HSBC Business School from 2011 to 2015. He was a chief executive director of Straits Development Holding Company Limited since August 2012 to November 2014, where he was responsible for the company's development strategy, capital market operation, financial management and investment and financing management. He was appointed as vice-chairman and co-chief executive director of Suncity Group Holdings Limited (previously known as Hong Long Holdings Limited, a company listed on the Main Board of the Stock Exchange, stock code: 1383.hk) since March 2006 to February 2010. From 2000 to 2006, Mr. Han served as a supervisor at a number of leading Hong Kong investment banks, including Shun Hing China Investment Limited (Hong Kong), BOCI Securities Limited (Hong Kong), China Everbright Securities International (HK) Limited and ABC International Holdings Limited (Hong Kong) before moving on to real estate company to take on leadership position, where he has accumulated extensive cross-border experience, resources and perspectives. Mr. Han worked as a planner for the government agencies of the Ministry of Chemical Industry and the Ministry of Forestry of the People's Republic of China in Beijing from 1982 to 1993.

Mr. Han obtained a Bachelor degree in Planning in 1982 from Xi'an University of Architecture and Technology and a Master of Science in Real Estate in 1995 from The University of Hong Kong, and then obtained a doctor degree in Real Estate Economics and Management from The University of Hong Kong in 1998.

Mr. Han has entered into a service agreement with the Company for a term of three years unless either party issues a notice of termination not less than 14 days in advance, with effect from 27 June 2022. Pursuant to the articles of association of the Company, Mr. Han will retire at the forthcoming annual general meeting of the Company and shall be subject to re-election at such meeting. Mr. Han is entitled to receive a director's fee of HK\$300,000 per annum as determined by the Board with reference to his duties and responsibilities with the Company. Mr. Han has confirmed that he meets the independence criteria set out in Rule 3.13 of the Listing Rules.

Save as disclosed above, as at the date of this announcement, Mr. Han (i) does not hold any directorships in any listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years prior to the date of this announcement; (ii) does not have any relationship with any Director, senior management, substantial or controlling shareholders of the Company (having the meaning ascribed to it in the Listing Rules); (iii) does not have any interest in the securities (within the meaning of Part XV of the SFO) of the Company; and (iv) has not previously held any other position with any member of the Group and does not hold any other positions with the Company or other members of the Group.

Save as disclosed above, there is no further information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters relating to the appointment of Mr. Han that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to welcome Mr. He, Ms. Wei, Mr. Feng, Mr. Guan and Mr. Han in joining the Board.

Re-designation of Directors

The Board further announces that with effect from 27 June 2022:

1. Mr. Wong Choi Hing has been re-designated from a non-executive Director and the chairman of the Board to an executive Director and a co-chairman of the Board;
2. Mr. Zeng Yunshu has been appointed as the chairman of the Board; and
3. Mr. Cai Hongwen has been appointed as the co-chairman of the Board of the Company.

COMPLIANCE WITH RULES 3.10(1), 3.10A, 3.21 AND 3.25 OF THE LISTING RULES

Following the appointment of Mr. Guan and Mr. Han, (i) the Board comprises three independent non-executive Directors and the Company has appointed independent non-executive Directors representing a minimum of one-third of the Board as required under Rules 3.10(1) and 3.10A of the Listing Rules; (ii) the Audit Committee comprises three members and each of the member is an independent non-executive Director, which fulfills the requirement under Rule 3.21 of the Listing Rules and the terms of reference of the Audit Committee; and (iii) the Remuneration Committee is chaired by an independent non-executive Director and comprises a majority of independent non-executive Directors as required under Rule 3.25 of the Listing Rules and the terms of reference of the Remuneration Committee.

By order of the Board
**Guangdong – Hong Kong Greater Bay Area Holdings
Limited**
Zeng Yunshu
Executive Director

Hong Kong, 26 June 2022

As at the date of this announcement, the executive Directors are Mr. Zeng Yunshu, Mr. Cai Hongwen, Mr. Wang Dewen and Mr. Yang Sanming; the non-executive Director is Mr. Wong Choi Hing and the independent non-executive Directors are Mr. Dai Yiyi and Mr. Yue Zheng.