

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**

粤港湾控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1396)

**SHARE CONSOLIDATION
AND
ADJUSTMENTS TO OUTSTANDING SHARE OPTIONS**

Reference are made to the circular (the “**Circular**”) and the notice of EGM (the “**Notice**”) of Guangdong – Hong Kong Greater Bay Area Holdings Limited (the “**Company**”) each dated 31 August 2022, in relation to the proposed Share Consolidation. Capitalized terms used in this announcement shall have the same meanings as those defined in the Circular unless defined otherwise herein.

SHARE CONSOLIDATION

The Board announces that approval has been granted by the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, the Consolidated Shares. As all the conditions of the Share Consolidation have been fulfilled, the Share Consolidation will become effective on Tuesday, 27 September 2022. Please refer to the Circular for the details, including the trading arrangement, the exchange of share certificates and matching services for odd lots in connection with the Share Consolidation.

ADJUSTMENTS TO OUTSTANDING SHARE OPTIONS

Pursuant to the terms and conditions of Share Option Scheme of the Company adopted on 30 May 2019, immediately upon the Share Consolidation becoming effective, the following adjustments will be made to the exercise prices of the outstanding Share Options and the number of Consolidated Shares to be issued upon exercise of the outstanding Share Options will be as follows:

Grant date	As at the Latest Practicable Date		Immediately after the Share Consolidation becoming effective	
	Number of Existing Shares to be issued upon exercise of the Share Options	Exercise prices per Existing Share	Number of Consolidated Shares to be issued upon exercise of the Share Options	Exercise prices per Consolidated Share
12 June 2020 ⁽¹⁾	27,600,000	HK\$0.50	2,760,000	HK\$5.0
7 December 2020 ⁽²⁾	7,640,000	HK\$0.50	764,000	HK\$5.0
26 June 2022 ⁽³⁾	30,000,000	HK\$0.50	3,000,000	HK\$5.0
Total	65,240,000	—	6,524,000	—

Notes:

- (1) As at the Latest Practicable Date, the holders of the relevant Share Options include 36 employees of the Group. For details of the relevant grant of Share Options, please refer to the announcement of the Company dated 12 June 2020.
- (2) As at the Latest Practicable Date, the holders of the relevant Share Options include 12 employees of the Group. For details of the relevant grant of Share Options, please refer to the announcement of the Company dated 7 December 2020.
- (3) As at the Latest Practicable Date, the holders of the relevant Share Options include one Director. For details of the relevant grant of Share Options, please refer to the announcement of the Company dated 26 June 2022.

Save for the adjustments above, all other terms and conditions of the Share Options granted under the Share Option Scheme remain unchanged.

By order of the Board
Guangdong – Hong Kong Greater Bay Area Holdings Limited
ZENG Yunshu
Chairman and Executive Director

Hong Kong, 23 September 2022

As at the date of this announcement, the executive Directors are Mr. Zeng Yunshu, Mr. Wong Choi Hing, Mr. Cai Hongwen, Mr. He Fei and Ms. Wei Haiyan; the non-executive Director is Mr. Feng Ke and the independent non-executive Directors are Mr. Dai Yiyi, Mr. Guan Huanfei and Mr. Han Qinchun.