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GREEN LEADER HOLDINGS GROUP LIMITED

綠領控股集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 61)

ANNOUNCEMENT PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE, RULES 13.09(2)(a) AND 13.10 OF THE LISTING RULES AND INSIDE INFORMATION PROVISIONS UNDER PART XIVA OF THE SECURITIES AND FUTURES ORDINANCE AND END OF OFFER PERIOD; AND RESUMPTION OF TRADING

Reference is made to the trading halt announcement of Green Leader Holdings Group Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) dated 20 April 2023.

This announcement is made by the Company pursuant to Rule 3.7 of the Hong Kong Code on Takeovers and Mergers (the “**Takeovers Code**”), Rules 13.09(2)(a) and 13.10 of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Inside Information Provisions (as defined in the Listing Rules) of Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”).

Reference is made to (i) the announcement (the “**Rule 3.7 Announcement**”) of the Company dated 19 April 2022 pursuant to Rule 3.7 of the Takeovers Code; (ii) the monthly update announcements (the “**Monthly Update Announcements**”) of the Company dated 19 May 2022, 20 June 2022, 20 July 2022, 24 August 2022, 23 September 2022, 21 October 2022, 21 November 2022, 21 December 2022, 20 January 2023, 20 February 2023 and 21 March 2023; and (iii) the update announcement (the “**Update Announcement**”) of the Company dated 25 July 2022. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Rule 3.7 Announcement, the Monthly Update Announcements and the Update Announcement.

The Board wishes to update the shareholders and potential investors of the Company that, as at the date of this announcement, (i) the discussion with the Potential Offeror and the Other Potential Investors in relation to the Proposed Restructuring is terminated; and (ii) no formal agreement has been entered into between the Company and the Potential Offeror and the Other Potential Investors in relation to the Proposed Restructuring. As such, the Proposed Restructuring involving the Potential Offeror and the Other Potential Investors will not proceed further.

The Board wishes to inform the shareholders and potential investors of the Company that, as at the date of this announcement, the Company is still in discussions with Mr. Zhang and the CB Holder for settling the debts owing to the CB Holder under the Convertible Bonds. Further announcement(s) will be made by the Company as and when appropriate in compliance with the Listing Rules and the Takeovers Code.

For the purpose of the Takeovers Code, the offer period in respect of the Possible Subscription and the Other Subscription ends on the date of this announcement.

Upon the end of the offer period in respect of the Possible Subscription and the Other Subscription, the Company will cease to publish further monthly announcements in respect of the Possible Subscription and the Other Subscription which would otherwise be required under Rule 3.7 of the Takeovers Code.

RESUMPTION OF TRADING

Trading in the Shares has been halted with effect from 9:00 a.m. on 20 April 2023. An application has been made by the Company to the Stock Exchange for the resumption of trading in the Shares on the Stock Exchange with effect from 9:00 a.m. on 21 April 2023.

This announcement is made by the order of the Board. The Board collectively and individually accepts responsibility for the accuracy of this announcement.

Shareholders, holders of Options and potential investors are advised to exercise caution when dealing in the Shares and/or other securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisors.

By order of the board of
Green Leader Holdings Group Limited
Mr. Tse Michael Nam
Chairman

Hong Kong, 20 April 2023

As at the date of this announcement, the executive Directors are Mr. Tse Michael Nam (Chairman and Chief Executive Officer) and Mr. Zhang Sanhuo; and the independent non-executive Directors are Mr. Ho Kin Cheong Kelvin, Mr. Shen Weidong and Mr. Tian Hong.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.