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China Ecotourism Group Limited
中國生態旅遊集團有限公司
(Incorporated in Bermuda with limited liability)
(Stock Code: 1371)

**CLARIFICATION ANNOUNCEMENT
CHANGES OF DIRECTORS
AND
CHANGES OF AUTHORISED REPRESENTATIVE, PROCESS AGENT
AND COMPOSITION OF BOARD COMMITTEES**

Reference is made to the announcement (the “Announcement”) of China Ecotourism Group Limited (the “Company”) dated 13 October 2023. Capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement unless the context requires otherwise.

Non-Compliance with the Listing Rules in relation to the Board Composition

This is to clarify that following the resignation of Mr. Huang: (i) total number of independent non-executive Directors accounts for less than three and hence the Company fails to meet the requirement of Rule 3.10(1) of the Listing Rules; and (ii) the number of members of the Audit Committee will fall below the minimum number requirement of Rule 3.21 of the Listing Rules.

The above non-compliances arose only due to the retirement of Mr. Huang. The Board is identifying a suitable candidate with appropriate background and qualification for appointment as an independent non-executive Director and will fill the vacancies as soon as possible and within three months as required by the Listing Rules. Further announcement(s) will be made in relation to such appointments as and when appropriate.

By Order of the Board
China Ecotourism Group Limited
WU Jingwei
Executive Director

Hong Kong, 16 October 2023

As at the date of this announcement, the Board comprises Mr. DI Ling, Mr. WU Jingwei and Mr. QIU Peiyuan as Executive Directors; and Mr. CHAN Ming Fai and Dr. MENG Zhijun as Independent Non-executive Directors.