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GREATER BAY AREA DYNAMIC GROWTH HOLDING LIMITED

大灣區聚變力量控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1189)

RESIGNATION OF EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of GREATER BAY AREA DYNAMIC GROWTH HOLDING LIMITED (the “**Company**”) hereby announces that Mr. Tsang Ming To (“**Mr. Tsang**”) has tendered his resignation as executive Director with effect from 21 September 2024 due to his other personal commitments.

Mr. Tsang has confirmed that he has no disagreement with the Board and he is not aware of any other matter in relation to his resignation that needs 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 take this opportunity to express its sincere gratitude to Mr. Tsang for his valuable efforts and contributions to the Company during his tenure of office.

NON-COMPLIANCE WITH LISTING RULES

In light of the abovementioned resignation and the resignation followed Ms. Liu Yulan (“**Ms. Liu**”) with effect from 20 September 2024, the Company does not comply with the requirements of (i) the Board must include at least three independent non-executive directors under the Rules Governing the Listing Securities on the Stock Exchange (the “**Listing Rules**”); (ii) at least one of the independent non-executive directors must have appropriate professional qualifications or accounting or related financial management expertise under Rule 3.10 and 3.21 of the Listing Rules; (iii) at least one of the member of the audit committee is an independent non-executive director with appropriate professional qualifications or accounting or related financial management expertise as required under Rule 3.21 of the Listing Rules; (iv) the audit committee must be chaired by an independent non-executive director under Rule 3.21 of the Listing Rules; (v) the audit committee comprising a minimum of three members under Rules 3.21 of the Listing Rules; and (vi) the nomination committee comprising a majority of independent non-executive Directors under Rule 3.27A of the Listing Rules.

The Company will use its best endeavours to identify suitable candidate(s) to fill the vacancy in respect of the positions of Ms. Liu as soon as practicable and in any event, within three months from 20 September 2024 as required under Rules 3.11 and 3.23 of the Listing Rules. The Company will make further announcement(s) as and when appropriate.

CONTINUED SUSPENSION OF TRADING

As per the request of the Company, trading in the Company's shares on the Stock Exchange has been suspended since 2 April 2024 and will remain suspended until further notice.

The Board will keep its shareholders and investors informed of any significant developments and the Company will issue further announcement(s) as and when appropriate or required under the Listing Rules.

Shareholders and potential investors should accordingly exercise caution when dealing in the securities of the Company.

By Order of the Board
**GREATER BAY AREA DYNAMIC
GROWTH HOLDING LIMITED**
Tam Chung Sun
Chairman

Hong Kong, 24 September 2024

As at the date of this announcement and following the above resignation of Director, the Board comprises:

Executive Directors:

Mr. Tam Chung Sun (*Chairman*)
Dr. Ho Chuk Man, James

Independent Non-executive Directors:

Mr. Chau Cham Hin Eric
Mr. Wan Kwun Lun

Non-executive Directors:

Ms. Chen Rongzhuo
Mr. Chan Tak Hung