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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)

DELAY IN DESPATCH OF CIRCULAR IN RELATION TO (1) MAJOR TRANSACTION IN RELATION TO THE ACQUISITION OF THE ENTIRE ISSUED SHARE CAPITAL IN THE TARGET COMPANY INVOLVING THE ISSUE OF CONSIDERATION SHARES UNDER SPECIFIC MANDATE; AND (2) APPLICATION FOR WHITEWASH WAIVER

Reference is made to the announcement of Guangdong – Hong Kong Greater Bay Area Holdings Limited (the "**Company**") dated 29 July 2025 (the "**Announcement**") in relation to, among other things, the Acquisition and the Whitewash Waiver. Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the Announcement.

As stated in the Announcement, a circular containing, among other things, (i) further details of the Acquisition, the Sale and Purchase Agreement and the transactions contemplated thereunder, including the allotment and issuance of the Consideration Shares under the Specific Mandate; (ii) details of the application for the Whitewash Waiver; (iii) the recommendation from the Independent Board Committee to the Independent Shareholders in relation to the Sale and Purchase Agreement and the transactions contemplated thereunder and the Whitewash Waiver; (iv) a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders; (v) the Accountant's report of the Target Group; (vi) the unaudited pro forma financial information of the enlarged Group (as a result of the Acquisition); (vii) the Valuation Report; (viii) other information required under the Listing Rules and the Takeovers Code; and (ix) a notice of the EGM, is expected to be despatched to the Shareholders within 15 business days from the date of the Announcement

pursuant to Rule 14.60(7) of the Listing Rules or 21 days from the date of the Announcement pursuant to Rule 8.2 of the Takeovers Code, whichever is the earlier (in this case, on or before 19 August 2025).

As additional time is required to (i) prepare and finalise certain information to be contained in the Circular, including the property valuation report pursuant to Rule 11.1(f) of the Takeovers Code; and (ii) address comments from and obtain pre-vetting clearance from the Stock Exchange and the Executive, an application has been made to the Executive pursuant to Rule 8.2 of the Takeovers Code for its consent to extend the deadline for the despatch of the Circular to the Shareholders. The Executive has indicated that it is minded to grant consent for extension of time for the despatch of the Circular on or before Tuesday, 9 September 2025.

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

Hong Kong, 19 August 2025

As at the date of this announcement, the executive Directors of the Company are Mr. Luo Jieping, Mr. He Fei and Ms. Wei Haiyan, and the independent non-executive Directors of the Company are Mr. Guan Huanfei, Mr. Han Qinchun and Mr. Chen Yangsheng.

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.