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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)

**THIRD MODIFIED RESUMPTION GUIDANCE
AND
CONTINUED SUSPENSION OF TRADING**

This announcement is made by Greater Bay Area Dynamic Growth Holding Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”) and the provisions of inside information under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

References are made to the announcements of the Company dated (i) 21 March 2024 in relation to, among other things, the possible delay in publication of the 2023 annual results and possible delay in dispatch of the 2023 annual report; (ii) 2 April 2024 in relation to suspension of trading in the shares of the Company on the Stock Exchange; (iii) 13 May 2025 in respect of resumption guidance and additional resumption guidance; and (iv) 28 August 2025 in respect of the Second Modified Resumption Guidance (collectively, the “**Announcements**”).

Capitalised terms used in this announcement shall have the same meanings as defined in the Announcements unless the context otherwise requires.

On 8 September 2025, the Company received the third modified resumption guidance (“**Third Modified Resumption Guidance**”) from the Exchange.

BACKGROUND

4 November 2024, a legal opinion was issued by Guangdong Datong Law Firm (“**Legal Opinion**”) indicated that Rosedale Hotel Guangzhou Co., Ltd. (Guangzhou Rosedale) have been involved in the following irregularities (Guangzhou Rosedale Irregularities):

- (a) The minority shareholder of Guangzhou Rosedale holding 1% of the equity interest has forcibly obtained control over all management rights over Guangzhou Rosedale, and formed an illegal management committee (**Management Committee**) which disposed of the hotel’s assets illegally (**Assets Disposal**);
- (b) Mr. Lu Zhiming (“**Mr. Lu**”), the Company’s former executive director, was said to have fabricated the company chop of Allied Glory Investment Limited (**Allied Glory**), a subsidiary of the Company and the immediately parent company holding 99% equity interest in Guangzhou Rosedale, and established a company named “廣州珀麗酒店投資有限公司” for fraud purpose;
- (c) Allied Glory is subject to various litigation cases and the establishment of 廣州珀麗酒店投資有限公司 may lead to substantial risks in civil liabilities.

THIRD MODIFIED RESUMPTION GUIDANCE

The Third Modified Resumption Guidance requires the Company to

- conduct an appropriate independent forensic investigation into the Purported Disposal, Second Purported Disposal, Bank Overstatements, Illegal Acts and Guangzhou Rosedale Irregularities, announce the findings, assess the impact on the Company’s business operation and financial position, and take appropriate remedial actions

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company on The Stock Exchange of Hong Kong Limited was suspended from 9:00 a.m. on 2 April 2024 and will remain suspended until further notice. Shareholders and potential investors of the Company should exercise caution when dealing in the shares of the Company. The Company will keep the public informed of the latest developments by making further announcement(s) as and when appropriate.

By order of the board of directors of
**GREATER BAY AREA DYNAMIC
GROWTH HOLDING LIMITED**
Tam Chung Sun
Chairman

Hong Kong, 10 September 2025

As at the date of this announcement, the Board comprises:

Executive Directors:

Mr. Tam Chung Sun (*Chairman*)
Mr. Wu Shuo
Mr. Ouyang Peiji
Mr. Lau Mei Suen
MS. Wen Yuanyi

Independent Non-Executive Directors:

Mr. Ting Chuen Yan
Mr. Chau Cham Hin Eric
Mr. Wan Kwun Lun (*duties suspended*)

Non-Executive Directors:

Ms. Chen Rongzhuo
Mr. Chan Tak Hung