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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)

QUARTERLY UPDATES IN RELATION TO THE DISCLAIMER OF OPINION SET OUT IN THE ANNUAL REPORT FOR THE YEAR ENDED 30 JUNE 2025

The board (the "Board") of directors (the "Director(s)") of China Ecotourism Group Limited (the "Company") would like to provide updates in relation to the disclaimer of opinion (the "Disclaimer of Opinion") set out in its annual report for the year ended 30 June 2025 (the "2025 Annual Report"). Unless the context otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the 2025 Annual Report.

Since the date of publication of the 2025 Annual Report and up to the date of this announcement, the following steps and measures have been implemented by the Company in resolving the Disclaimer of Opinion:-

(1) the Company has formulated a debt restructuring involving a scheme of arrangement (the "Creditors Scheme") to be entered into between the Company and the creditors under Part 13 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) with the assistance of its restructuring adviser, Acclime Corporate Advisory (Hong Kong) Limited;

(2) following the joint application by way of consent summons, it was ordered that, among others, the hearing of the winding up petition be adjourned to 2 March 2026;

(3) on 24 July 2025, the High Court of Hong Kong (the "High Court") ordered that, among others, the Company be at liberty to convene a meeting of the creditors of the Company for the Creditors Scheme. Such creditors' meeting was adjourned to and held on 25 September 2025 whereas the Creditors Scheme was approved by the requisite statutory majorities of the creditors with voting claims. At the hearing at the High Court on 15 October 2025, the High Court has granted an order (the "Sanction Order") to approve and sanction the Creditors Scheme. The Company had arranged for the Sanction Order to be delivered to and registered with the Companies Registry of Hong Kong. Subject to the fulfillment of the conditions precedent of the Creditors Scheme, the Creditors Scheme shall become effective; and

(4) the new investor of the Company provided the working capital facility to China LotSynergy Group Limited (a direct wholly owned subsidiary of the Company) in the amount of HK$15 million for the purpose of financing the general working capital requirements of the Group was renewed and extended to 30 June 2026.

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

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

By Order of the Board
China Ecotourism Group Limited
ZHU Xinxin
Director and Chief Executive Officer

Hong Kong, 31 December 2025

As at the date of this announcement, the Board comprises Ms. ZHU Xinxin and Mr. DI Ling as Executive Directors; and Dr. MENG Zhijun, Mr. DUAN Xinxiao and Mr. LAU Fai Lawrence as Independent Non-executive Directors.