**GREEN LEADER HOLDINGS GROUP LIMITED**
**綠領控股集團有限公司**
*(Incorporated in Bermuda with limited liability)*
**(Stock Code: 61)**

# UPDATES IN RELATION TO THE DISCLAIMER OF OPINION SET OUT IN THE ANNUAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2025

Reference is made to the announcements (the "**Announcements**") of the Company dated 28 July 2025, 28 October 2025 and 28 January 2026 in respect of, amongst others, updates in relation to the disclaimer of opinion set out in the annual report of the Company for the year ended 31 December 2024 and the annual report (the "**Annual Report**") of the Company for the year ended 31 December 2025 and dated 27 March 2026. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcements and the Annual Report.

The Board would like to provide further updates in relation to the disclaimer of opinion (the "**Going Concern Disclaimer**") set out in the Annual Report.

During the period from 28 January 2026 up to the date of this announcement, the following steps and measures have been implemented by the Company to mitigate its liquidity pressure and improve its financial position and address the Going Concern Disclaimer:

(i) The Company, the Potential Investor's representative and the 2017 Noteholder have attended several tripartite meetings in the period from January to March 2026 to discuss the terms of the proposal in details, which included, but was not limited to, formulating a feasible proposal covering both the investment terms and the full settlement of debts owed to the 2017 Noteholder. In particular, the Company, the Potential Investor's representative and the 2017 Noteholder had discussed the schedule for the repayment of the 2017 Convertible Note, the method in which it will be repaid and the form of investment to be provided by the Potential Investor and the security to be provided by the Potential Investor to secure the repayment obligations.

As at the date of this announcement, the Company is in the process of arranging for a further tripartite meeting to iron out the details for the proposal to extend the repayment due dates. Furthermore, the 2017 Noteholder is using its best endeavours to arrange for a site visit to Henan Province, the People's Republic of China (the "**PRC**"), which is expected to take place before the end of May 2026, to assess the feasibility of the Potential Investor charging its projects as security for the repayment obligations. The above measures are being undertaken by the parties with a view of entering into definitive agreement(s) by the year ending 31 December 2026.

(ii) The Group has been in negotiations with the holders of the 2024 Convertible Notes in respect of the further extension of the maturity date of the 2024 Convertible Notes, which included, but was not limited to, finalizing the terms of the extension and the timetable in relation to the same.

(iii) In relation to the further investment into the coal operation business, since the introduction of the coal mixing and processing facility and machinery in Shanxi Province, the PRC, during the year ended 31 December 2024, it has generated steady revenue and net operating cash inflow to the Group. The Group has also continued to acquire new customers by increasing its resources in marketing and sales departments, enhance service quality and adopt cost saving measures in order to reduce overhead costs.

(iv) The Group has been striving to obtain external facilities and/or fundraising opportunities by continuing its discussions with a number of financial institutions and/or other investors. During the year ended 31 December 2025, the Group has obtained external facilities in the amount of HK$6,850,000 and all of such financing was fully settled during the same period. The external facility provider(s) have agreed to provide the Group with further facility amounts where required.

**Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.**

By Order of the Board
**Green Leader Holdings Group Limited**
**Tse Michael Nam**
*Chairman*

Hong Kong, 28 April 2026

*As at the date of this announcement, the executive Directors are Mr. Tse Michael Nam (Chairman and Chief Executive Officer) and Ms. An Juan; and the independent non-executive Directors are Mr. Ho Kin Cheong Kelvin, Mr. Shen Weidong and Mr. Tian Hong.*