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YOUNGO 粵港灣

**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
AND
GRANT OF WAIVER FROM STRICT COMPLIANCE
WITH RULE 14.41(a) OF THE LISTING RULES**

Reference is made to the announcement (the “**Announcement**”) of Guangdong – Hong Kong Greater Bay Area Holdings Limited (the “**Company**”) dated 28 January 2025 in relation to, amongst other things, the Disposal of the Target Interests and the possible major transaction relation to the provision of financial assistance. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

As at the date of this announcement, the written Shareholders’ approval for the Disposal and the Provision of Collaterals has been obtained from the controlling Shareholder, China Guangdong–Hong Kong Greater Bay Area Holdings Limited, which is holding 414,665,566 Shares, representing approximately 50.94% of the issued share capital of the Company as at the date of this announcement. Accordingly, no general meeting is required to be convened pursuant to the Rule 14.41(a) of the Listing Rules.

Pursuant to Rule 14.41(a) of the Listing Rules, a circular (the “**Circular**”) containing, among other things, (i) details of the Disposal; (ii) details of the Provision of Collaterals; and (iii) other information as required under the Listing Rules is expected to be despatched on or before 21 February 2025 (i.e. 15 business days after publication of the Announcement).

As additional time is required for the Company for the preparation of relevant information for inclusion in the Circular and to complete the vetting process of the Circular, the Company has applied to the Stock Exchange for a waiver from strict compliance with Rule 14.41(a) of the Listing Rules for an extension of the date of despatch of the Circular (the “**Waiver**”). On 20 February 2025, the Stock Exchange granted the Waiver to the Company on the basis that the Company will despatch the Circular on or before 28 February 2025. The Stock Exchange may withdraw or change the terms of the Waiver if the Company’s situation changes.

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

Hong Kong, 21 February 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.