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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)

FURTHER DELAY IN DESPATCH OF CIRCULAR
AND
APPLICATION OF FURTHER WAIVER FROM STRICT COMPLIANCE
WITH RULE 14.41(a) OF THE LISTING RULES

References are made to (i) the announcement (the “**First 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 in relation to the provision of financial assistance; and (ii) the announcement of the Company dated 21 February 2025 and 5 March 2025 in relation to, amongst other things, the grant of waivers from strict compliance with Rule 14.41(a) of the Listing Rules and delay of the despatch of the Circular (the “**Delay Announcement(s)**”, together with the First Announcement, the “**Announcements**”). Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

As disclosed in the First Announcement, pursuant to Rule 14.41(a) of the Listing Rules, 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 was expected to be despatched on or before 21 February 2025 (i.e. 15 business days after publication of the First Announcement).

As disclosed in the Delay Announcement dated 21 February 2025:

- (A) 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; and
- (B) the Company had 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 would despatch the Circular on or before 28 February 2025.

Moreover, as disclosed in the Delay Announcement dated 5 March 2025, the Company had 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 “**Second Waiver**”). On 5 March 2025, the Stock Exchange granted the Second Waiver to the Company on the basis that the Company would despatch the Circular on or before 12 March 2025.

As additional time is required for the Company for the finalisation of relevant information for inclusion in the Circular (including the valuation report on the Target Interests and the property interests of the Target Group) and to complete the vetting process of the Circular, the Company has further 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 “**Further Waiver**”).

The Company will make a further announcement for the expected date of the despatch of the Circular after obtaining the Further Waiver from the Stock Exchange.

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

Hong Kong, 12 March 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.