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**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)*

**REDEMPTION RELATING TO
VARIABLE RATE SENIOR NOTES DUE 2029
(ISIN: XS2609459123; COMMON CODE: 260945912)**

Reference is made to the announcement of the Company dated 25 April 2025, 7 May 2025, 15 May 2025 and 4 June 2025 (together, the “**Announcements**”) in relation to the Consent Solicitation and the issuance of the Mandatory Convertible Bonds. Capitalized terms used in this announcement that are not otherwise defined herein shall have the same meanings in the Announcements.

REDEMPTION OF THE NOTES

On 6 June 2025, the Company issued a notice of redemption (“**Redemption Notice**”) to the holders of the Notes, pursuant to which all outstanding Notes will be redeemed in full on 10

June 2025 (the “**Redemption Date**”) at a redemption price equal to 55% of the outstanding principal amount thereof (rounded to the nearest United States dollar with half a United States dollar being rounded upwards, the “**Redemption Price**”). The Redemption Price shall be paid in kind with the Mandatory Convertible Bonds in an aggregate principal amount of US\$241,503,890, to be issued by the Company on the Redemption Date.

EXPECTED PAYMENT OF THE PIK CONSENT FEE

Pursuant to the Consent Solicitation, each Eligible Holder who has validly delivered a Consent on or prior to the Expiration Deadline will receive, among others, a paid-in-kind consent fee (rounded to the nearest United States dollar with half a United States dollar being rounded upwards) in the form of Mandatory Convertible Bonds in a principal amount equal to 10% of the principal amount of Mandatory Convertible Bonds that such Eligible Holder will otherwise be entitled to (the “**PIK Consent Fee**”) after the Second Supplemental Indenture becomes operative and upon redemption of all Notes with Mandatory Convertible Bonds. The Company currently expects to pay the PIK Consent Fee on or about 10 June 2025 in accordance with the terms of the Consent Solicitation in an aggregate amount of US\$23,747,874.

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

Hong Kong, 6 June 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.