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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)

**THIRD SUPPLEMENT TO THE CONSENT SOLICITATION STATEMENT DATED SEPTEMBER
11, 2024 AND EXTENSION OF THE SECOND EXTENDED EXPIRATION DEADLINE
RELATING TO THE VARIABLE RATE SENIOR NOTES DUE 2029
(ISIN: XS2609459123; COMMON CODE: 260945912)**

Reference is made to the announcements of the Company dated September 11, 2024, September 18, 2024 and September 30, 2024 (the “**Announcements**”) and the consent solicitation statement dated September 11, 2024 (as supplemented by the supplemental consent solicitation statement dated September 18, 2024 and the second supplemental consent solicitation statement dated September 30, 2024, the “**Consent Solicitation Statement**”) in relation to the Consent Solicitation. Capitalized terms used in this announcement shall have the same meaning ascribed to them in the Announcement and the Consent Solicitation Statement.

Third Supplement to the Consent Solicitation Statement

The Company has elected to extend the Second Extended Expiration Deadline. The modifications are set forth in the third supplemental consent solicitation statement dated October 31, 2024 (the “**Third Supplemental Consent Solicitation Statement**”).

Extension of the Second Extended Expiration Deadline

The Company hereby announces that with immediate effect, the Second Extended Expiration Deadline is extended from 4:00 p.m., London Time on October 31, 2024 to 4:00 p.m., London Time on March 31, 2025 (the “**Third Extended Expiration Deadline**”).

Holders who have validly delivered their Consents do not need to take any further action and may not revoke their Consents. Holders who have not delivered their Consents wishing to participate in this Consent Solicitation must submit, or arrange to have submitted on its behalf, on or prior to the Third Extended Expiration Deadline and before the deadlines set by Euroclear and Clearstream (unless this Consent Solicitation is terminated earlier), a valid Electronic Consent Instruction to Euroclear or Clearstream, as the case may be. Only direct participants in Euroclear or Clearstream may submit Electronic Consent Instructions through Euroclear and Clearstream. If you are not a direct participant in Euroclear or

Clearstream, you must arrange for the direct participant through which you hold the Notes to submit an Electronic Consent Instruction on your behalf to the relevant clearing system prior to the deadline specified by the relevant clearing system. **Instructions in connection with the Consent Solicitation after the date hereof shall remain irrevocable.**

As soon as practicable following the receipt of the Requisite Consents by the Information and Tabulation Agent, who then certifies to the Trustee, the Company and the Subsidiary Guarantors that the Requisite Consents have been received as of the Consent Date, and in compliance with the conditions contained in the Indenture, the Company, the Subsidiary Guarantors and the Trustee will execute the Second Supplemental Indenture, giving effect to the Proposed Amendments on the Effective Time. The Consent Date may fall before or on the Third Extended Expiration Deadline and the Effective Time may fall before, on or after the Third Extended Expiration Deadline. In addition, the Company reserves the right to extend, amend or terminate this Consent Solicitation at any time before the earlier of the Effective Time and the Third Extended Expiration Deadline.

Except as set forth in the Third Supplemental Consent Solicitation Statement, all other terms and conditions of the Consent Solicitation as set out in the Consent Solicitation Statement remain unchanged.

Further Details

For a detailed statement of the terms and conditions of the Consent Solicitation, Holders should refer to the Consent Solicitation Statement as supplemented by the Third Supplemental Consent Solicitation Statement.

The Consent Solicitation Statement, the Third Supplemental Consent Solicitation Statement, this announcement and all documents related to the Consent Solicitation can be found on the Consent Website: <https://deals.is.kroll.com/youngco>.

General

This announcement is not a solicitation of consent with respect to the Notes. The Consent Solicitation is being made solely pursuant to the Consent Solicitation Statement as supplemented by the Third Supplemental Consent Solicitation Statement and related documents, which set forth in detail the terms of the Consent Solicitation. Holders should not contact the Company with respect to the Consent Solicitation and should not rely solely on this announcement. All statements contained herein are qualified by the Consent Solicitation Statement as supplemented by the Third Supplemental Consent Solicitation Statement.

The distribution of this announcement in certain jurisdictions may be restricted by law. Persons into whose possession of this announcement comes are required to inform themselves about, and to observe, any such restrictions.

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

October 31, 2024

As at the date of this announcement, the executive Directors of the Company are Mr. Luo Jieping, Mr. Wong Choi Hing, Mr. Cai Hongwen, Mr. He Fei and Ms. Wei Haiyan; the non-executive Director of the Company is Mr. Zeng Yunshu, and the independent non-executive Directors of the Company are Mr. Guan Huanfei, Mr. Han Qinchun and Mr. Chen Yangsheng.