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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)

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

AND

**(2) ISSUE OF US\$265,251,764 ZERO COUPON MANDATORY CONVERTIBLE BONDS
DUE 2026 (ISIN: XS3079548692; COMMON CODE: 307954869)**

Reference is made to the announcement of the Company dated April 25, 2025, May 7, 2025, May 15, 2025, June 4, 2025 and June 6, 2025 (together, the “**Announcements**”) in relation to the Consent Solicitation and the issuance of the Mandatory Convertible Bonds. Capitalized terms used herein and not defined shall have the same meanings ascribed to them in the Announcements.

After issuance of the Redemption Notice, the trust deed governing the Mandatory Convertible Bonds (the “**MCB Trust Deed**”) has been entered into by and among the Company and GLAS Trustees Limited, as trustee for the Mandatory Convertible Bonds, and the Mandatory Convertible Bonds in the aggregate principal amount of US\$265,251,764 have been issued under the MCB Trust Deed on June 10, 2025. The Mandatory Convertible Bonds as the Redemption Price have been delivered to the holders of the Notes, and accordingly, the Notes have been fully redeemed. The PIK Consent Fee has also been delivered to the relevant Eligible Holders in accordance with the terms of the Consent Solicitation.

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

June 10, 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.