

*This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The securities have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the “**Securities Act**”) or with any securities regulatory authority of any state of the United States or other jurisdiction. The securities are being offered and sold outside the United States in reliance on Regulation S under the Securities Act and may not be offered or sold within the United States absent registration or an exemption from registration under the Securities Act. No public offering of the securities will be made in the United States or in any other jurisdiction where such an offering is restricted or prohibited. Any public offering of securities to be made in the United States will be made by means of a prospectus that may be obtained from the Company and will contain detailed information about the Company and management, as well as financial statements. The Company does not intend to register any part of the offering in the United States.*



**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)

**RESULTS OF CONSENT SOLICITATION RELATING TO
7.0% SENIOR NOTES DUE 2026
(ISIN: XS2609459123; COMMON CODE: 260945912)**

Reference is made to the announcement of the Company dated October 11, 2023 (the “**Announcement**”) in relation to the Consent Solicitation. Capitalized terms used herein and not defined shall have the same meanings ascribed to them in the Announcement.

RESULTS OF THE CONSENT SOLICITATION

The Consent Solicitation expired at 4:00 p.m., London time, on October 20, 2023. The Company is pleased to announce that it has received the Consents from the Eligible Holders of 74.43% in aggregate principal amount of the outstanding Notes, signifying that the Company has received the Requisite Consents. As such, the Company and the Subsidiary Guarantors plan to execute the Supplemental Indenture with the Trustee to give effect to the Proposed Amendments as soon as practicable. Pending satisfaction of all conditions precedent to the Consent Solicitation, the Company plans to settle the Upfront Principal Payment to consummate the Consent Solicitation as soon as practicable.

Further Details

For a detailed statement of the terms and conditions of the Consent Solicitation, Eligible Holders should refer to the Consent Solicitation Statement.

The 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/youngo>. The contact information of Kroll Issuer Services Limited is set out as follows:

Kroll Issuer Services Limited

In London:

The Shard
32 London Bridge Street
London SE1 9SG
United Kingdom
Tel: +44 20 7704 0880

In Hong Kong:

3/F Three Pacific Place
1 Queen's Road East
Admiralty
Hong Kong
Tel: +852 2281 0114

Email: youngo@is.kroll.com
Attention: Mu-yen Lo/Kevin Wong
Consent Website: <https://deals.is.kroll.com/youngo>

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 and related documents dated October 11, 2023, which set forth in detail the terms of the Consent Solicitation. Eligible 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.

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.

No assurance can be given that the Consent Solicitation will be consummated. The Company's obligation to pay the Upfront Principal Payment is conditioned on the conditions specified in the Consent Solicitation Statement.

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

October 21, 2023

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.