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## **GREATER BAY AREA DYNAMIC GROWTH HOLDING LIMITED** **大灣區聚變力量控股有限公司**

*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 1189)**

### **LETTER OF INTENT IN RESPECT OF POSSIBLE ARRANGEMENT**

This announcement is made by GREATER BAY AREA DYNAMIC GROWTH HOLDING LIMITED (the “**Company**”, together with its subsidiaries, the “**Group**”) to keep the shareholders (the “**Shareholders**”) of the Company and potential investors informed of the latest business development of the Group.

#### **LETTER OF INTENT**

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that on 26th March 2024, the Company and certain third parties, including Zhaoxiang Great Health International Investment Holdings Limited, Anhui Tuotuo Health Industry Development Company Limited\*, Qingdao Kejian Kekang Intelligent Manufacturing Company Limited\* and Shenzhen twelve Kangshen Pharmaceutical Technology Pharmaceutical Limited\* (collectively, the “**Vendors**”) entered into a letter of intent (the “**LOI**”) in relation to proposed cooperation arrangement (the “**Possible Arrangement**”) on a leisure, travel and develop big data on health care service (the “**Target Business**”) located in Greater Bay Area in the People’s Republic of China (“**PRC**”). According to the terms of the LOI, the Possible Arrangement includes but not limited to the management of the Target Business or the acquisition of the entire equitable interest in the Target Business.

#### **REASONS FOR AND BENEFITS OF ENTERING INTO THE LOI**

The reason of entering into the LOI is for the purpose of exploring opportunities to enlarge the hotel network and income stream of the Company in the PRC. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiry, the Vendors are third parties independent of and not connected with the Group and its connected persons (as defined in the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Pursuant to the LOI, the Company shall carry out the due diligence on the Target Business with three months from the date of the LOI and both parties shall enter into a formal agreement (the “**Formal Agreement**”) in relation to the Possible Arrangement within three months after the date

of the LOI. The LOI shall lapse upon the expiry of three months after the date of the LOI or the signing of the Formal Agreement whichever is earlier.

The LOI is not intended to be legally binding between the parties. The Possible Arrangement is subject to the execution of the Formal Agreement.

The Board wishes to emphasise that no legally binding agreement in relation to the Possible Arrangement has been entered into by the parties as at the date of this announcement. The entering into of the Formal Agreement, if it materialises, may constitute a notifiable transaction for the Company under the Listing Rules. Further announcement in respect of the Possible Arrangement will be made by the Company should the Formal Agreement has been entered into.

**As the Formal Agreement in respect of the Possible Arrangement may or may not be entered into, investors and Shareholders are advised to exercise caution when dealing in the shares of the Company.**

By Order of the Board  
**GREATER BAY AREA DYNAMIC  
GROWTH HOLDING LIMITED**  
**Tam Chung Sun**  
*Chairman*

Hong Kong, 26th March 2024

As at the date of this announcement, the Board comprises:

*Executive Directors:*

Mr. Tam Chung Sun (*Chairman*)  
Mr. Tsang Ming To  
Dr. Ho Chuk Man, James  
Mr. Lu Zhiming  
Ms. Wan Shuk Han  
Mr. Shu Zhongwen

*Independent Non-executive Directors:*

Mr. Chen Zeng Guang  
Ms. Liu Yulan  
Mr. Wan Kwun Lun

*Non-executive Director:*

Ms. Chen Rongzhuo

*\*For identification purposes only*