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China Greenland Broad Greenstate Group Company Limited

中國綠地博大綠澤集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1253)

ANNOUNCEMENT

PROPOSED SHARE CONSOLIDATION, CHANGE IN BOARD LOT SIZE, PROPOSED CHANGE OF COMPANY NAME AND

PROPOSED ADOPTION OF NEW AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

PROPOSED SHARE CONSOLIDATION

The board of directors (the “**Board**”) of China Greenland Broad Greenstate Group Company Limited (the “**Company**”) proposes to implement the Share Consolidation on the basis that every ten (10) issued and unissued existing shares of par value of HK\$0.025 each will be consolidated into one (1) consolidated share of par value of HK\$0.25 each. The Share Consolidation is conditional upon, among other things, the approval of the shareholders at the extraordinary general meeting (“**EGM**”).

Effects of the Share Consolidation

As at the date of this announcement, the authorised share capital of the Company is HK\$200,000,000 divided into 8,000,000,000 shares of par value of HK\$0.025 each, and there are 6,041,164,796 existing shares of the Company in issue which are fully paid or credited as fully paid. Assuming no further shares will be issued from the date of this announcement up to the date of the EGM, upon the Share Consolidation becoming effective, there will be 604,116,479 consolidated shares in issue which are fully paid or credited as fully paid. The authorised share capital of the Company will remain at HK\$200,000,000 divided into 800,000,000 shares of par value of HK\$0.25 each. Upon the Share Consolidation becoming effective, the consolidated shares shall rank *pari passu* in all respects with each other.

Other than the expenses to be incurred in relation to the Share Consolidation, the implementation of the Share Consolidation will have no effect on the consolidated net asset value of the Group, nor alter the underlying assets, business operations, management or financial position of the Company or the proportionate interests or rights of the shareholders, save that any fractional consolidated shares will not be allocated to shareholders who may otherwise be entitled and the necessary professional expenses for the implementation of the Share Consolidation.

The Board believes that the Share Consolidation will not have any material adverse effect on the financial position of the Group and that on the date the Share Consolidation is to be effected, there are no reasonable grounds for believing that the Company is, or after the Share Consolidation would be, unable to pay its liabilities as they become due. The Share Consolidation will not involve any diminution of any liability in respect of any unpaid capital of the Company or the repayment to the shareholders of any unpaid capital of the Company nor will it result in any change in the relative rights of the shareholders.

Conditions of the Share Consolidation

The implementation of the Share Consolidation is conditional upon:

- (i) the passing of an ordinary resolution by the shareholders at the EGM to approve the Share Consolidation;
- (ii) the Listing Committee of the Stock Exchange granting the listing of, and permission to deal in, the consolidated shares in issue and to be issued upon the Share Consolidation becoming effective; and
- (iii) the compliance with the relevant procedures and requirements under the laws of the Cayman Islands (where applicable) and the obtaining of all necessary approvals from the regulatory authorities or otherwise as may be required in respect of the Share Consolidation, if any.

Listing Application

An application will be made by the Company to the Stock Exchange for the listing of, and permission to deal in, the consolidated shares in issue and to be issued upon the Share Consolidation becoming effective.

Subject to the granting of the listing of, and permission to deal in, the consolidated shares on the Stock Exchange upon the Share Consolidation becoming effective, as well as compliance with the stock admission requirements of the HKSCC, the consolidated shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the commencement date of dealings in the consolidated shares on the Stock Exchange or such other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second settlement day thereafter. All activities under CCASS

are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements will be made for the consolidated shares to be admitted into CCASS established and operated by HKSCC.

None of the existing shares are listed or dealt in on any other stock exchange other than the Stock Exchange, and at the time when the Share Consolidation becomes effective, the consolidated shares in issue will not be listed or dealt in on any stock exchange other than the Stock Exchange, and no such listing or permission to deal is being or is proposed to be sought.

CHANGE IN BOARD LOT SIZE

As at the date of this announcement, the existing shares were traded on the Stock Exchange in the board lot size of 4,000 existing shares. It is proposed that, upon the Share Consolidation becoming effective, the board lot size for trading in the consolidated shares will be 12,000 consolidated shares.

Based on the closing price of HK\$0.02 per existing share (equivalent to the theoretical closing price of HK\$0.2 per consolidated share) as quoted on the Stock Exchange as at the date of this announcement, (i) the board lot value of existing shares is HK\$80; (ii) the board lot value of consolidated shares would be HK\$800 assuming the Share Consolidation becoming effective; and (iii) the estimated board lot value of 12,000 consolidated shares would be HK\$2,400 assuming that the change in board lot size had also been effective.

The change in board lot size will not result in any change in the relative rights of the shareholders.

Reason for the Share Consolidation and the Change in Board Lot Size

Pursuant to Rule 13.64 of the Listing Rules, where the market price of the securities of an issuer approaches the extremities of HK\$0.01 or HK\$9,995.00, the issuer may be required either to change the trading method or to proceed with a consolidation or splitting of its securities. The “Guide on Trading Arrangements for Selected Types of Corporate Actions” issued by the Hong Kong Exchanges and Clearing Limited on 28 November 2008 and last updated in September 2024 (the “**Guide**”) has further stated that market price of the shares at a level less than HK\$0.1 will be considered as trading at extremity as referred to under Rule 13.64 of the Listing Rules. It has also stated in the Guide that taking into account the minimum transaction costs for a securities trade, the expected board lot value should be greater than HK\$2,000.

Based on the closing price of HK\$0.02 per Existing Share as at the date of this announcement, the value per board lot of 4,000 Existing Shares is HK\$80 which is less than HK\$2,000. The closing prices of the Existing Shares has been very close to or below HK\$0.10 per Existing Share at most of the time for the past two months. In view of the share prices almost reaching extremity, the Share Consolidation is justified to increase the corresponding share price and to facilitate trading activities. The Share Consolidation will bring about a corresponding increase in trading price per board lot of the Shares (i.e. a theoretical closing price of HK\$0.2 per Consolidated Share), which is also expected to reduce the overall transaction and handling costs of dealing in the Shares. With a corresponding upward

adjustment in the trading price of the Consolidated Shares, the Board believes that investment in the Consolidated Shares would become more attractive to a broader range of investors, thereby improving the liquidity of the Consolidated Shares and further broadening the Shareholder base of the Company.

Although the Share Consolidation and the Change in Board Lot Size may lead to the creation of odd lots of Shares owned by the Shareholders, the Company will designate an agent to stand in the market to provide matching services for odd lots of Shares for a period of not less than three weeks, which is expected to effectively alleviate the difficulties caused by the creation of odd lots of Shares.

Accordingly, the Board is of the view that the Share Consolidation and the Change in Board Lot Size are beneficial to and in the interest of the Company and the Shareholders as a whole.

Although the Company does not have any concrete plan at the date of this announcement, due to the financial needs of the Group, the Company is considering fund-raising exercises by way of, including but not limited to, rights issue after the Share Consolidation and the Change in Board Lot Size becoming effective. The Company will publish an announcement in accordance with the Listing Rules as and when appropriate. Save as disclosed, the Company has no intention to carry out other corporate actions in the next 12 months which may have an effect of undermining or negating the intended purpose of the Share Consolidation. The Directors will consider carefully the likely impact on the Shareholders before they proceed on other corporate actions.

OTHER ARRANGEMENTS

Fractional entitlement to Consolidated Shares

The Consolidated Shares will be rounded down to a whole number and fractional Consolidated Shares arising from the Share Consolidation (if any), will be disregarded and will not be issued to the Shareholders but all such fractional Consolidated Shares will be aggregated and, if possible, sold for the benefit of the Company. Fractional Consolidated Shares will only arise in respect of the entire shareholding of a holder of the Shares regardless of the number of share certificates held by such holder.

Arrangement on odd lot trading and matching services

In order to facilitate the trading of odd lots (if any) of the Consolidated Shares, the Company will appoint a securities firm as an agent to provide matching services, on a best effort basis, to those Shareholders who wish to acquire odd lots of the Consolidated Shares to make up a full board lot, or to dispose of their holding of odd lots of the Consolidated Shares. Details of the odd lots arrangement will be set out in the circular to be despatched to the Shareholders.

Holders of odd lots of the Consolidated Shares should note that the matching of the sale and purchase of odd lots of the Consolidated Shares is not guaranteed. Shareholders who are in any doubt about the odd lots matching arrangement are recommended to consult their own professional advisers.

Shareholders or potential investors should note that (i) odd lots will be created after the Share Consolidation and the Change in Board Lot Size; (ii) odd lots arrangements do not guarantee successful matching of all odd lots at the relevant market price; and (iii) odd lots might be sold below the market price.

Exchange of certificates for Consolidated Shares

Subject to the Share Consolidation becoming effective, which is currently expected to be on Tuesday, 21 October 2025, being the second Business Day immediately after the date of the EGM, the Shareholders may during the period from Tuesday, 21 October 2025 to Wednesday, 26 November 2025 (both days inclusive) between 9:00 a.m. and 4:30 p.m. on any Business Day submit existing share certificates for the Existing Shares (in the colour of blue) to Hong Kong share registrar and transfer office of the Company, Tricor Investor Services Limited (17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong), to exchange for new share certificates for the Consolidated Shares (in the colour of pink) at the expense of the Company.

Thereafter, share certificates for the Existing Shares will be accepted for exchange only on payment of a fee of HK\$2.50 (or such other amount as may from time to time be specified by the Stock Exchange) by the Shareholders for each share certificate for the Existing Shares submitted for cancellation or each new share certificate issued for the Consolidated Shares, whichever the number of share certificates cancelled/issued is higher.

Subject to the Share Consolidation becoming effective, after 4:10 p.m. on Monday, 24 November 2025, trading will only be in Consolidated Shares and existing share certificates for the Existing Shares in blue colour will only remain effective as documents of title and may be exchanged for share certificates for Consolidated Shares at any time but will not be accepted for delivery, trading and settlement purposes.

Expected timetable

The expected timetable for the Share Consolidation and the Change in Board Lot Size is set out below. The expected timetable is subject to the results of the EGM and is therefore for indicative purpose only. Any change to the expected timetable will be announced in a separate announcement by the Company as and when appropriate. All times and dates in this announcement refer to Hong Kong local times and dates.

Event	Time and Date
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Despatch date of circular with notice of the EGM	On or before, Thursday, 25 September 2025
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Latest date and time for lodging transfer documents in order to qualify for attending and voting at the EGM.....	4:30 p.m. on Monday, 13 October 2025
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Closure of the register of members of the Company (both days inclusive)	Tuesday, 14 October 2025 to Friday, 17 October 2025
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Latest date and time for lodging the proxy form for the EGM.....	2:00 p.m. on Wednesday, 15 October 2025
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Record date for attendance and voting at the EGM	Friday, 17 October 2025
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Date and time of the EGM	2:00 p.m. on Friday, 17 October 2025
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Publication of announcement on poll results of the EGM.....	Friday, 17 October 2025
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The following events are conditional on the fulfilment of the conditions for the implementation of the Share Consolidation and the Change in Board Lot Size as set out in this announcement:

Event	Time and Date
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Effective date of the Share Consolidation.....	Tuesday, 21 October 2025
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First day of free exchange of existing share certificates for new share certificates for the Consolidated Shares	Tuesday, 21 October 2025
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Commencement of dealings in Consolidated Shares	9:00 a.m. on Tuesday, 21 October 2025
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Original counter for trading in the Existing Shares in board lots of 4,000 Existing Shares (in the form of existing share certificates) temporarily closes	9:00 a.m. on Tuesday, 21 October 2025
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Temporary counter for trading in the Consolidated Shares
in board lots of 400 Consolidated Shares (in the form
of existing share certificates) opens 9:00 a.m. on Tuesday, 21 October 2025

Original counter for trading in the Consolidated Shares
in board lots of 12,000 Consolidated Shares (in the form
of new share certificates) re-opens 9:00 a.m. on Tuesday, 4 November 2025

Parallel trading in the Consolidated Shares (in the form
of new share certificates and existing share certificates)
commences 9:00 a.m. on Tuesday, 4 November 2025

Designated broker starts to stand in the market
to provide matching services for odd lots of
the Consolidated Shares 9:00 a.m. on Tuesday, 4 November 2025

Designated broker ceases to stand in the market
to provide matching services for odd lots of
the Consolidated Shares 4:00 p.m. on Monday, 24 November 2025

Temporary counter for trading in the Consolidated Shares
in board lots of 400 Consolidated Shares (in the form
of existing share certificates) closes 4:10 p.m. on Monday, 24 November 2025

Parallel trading in the Consolidated Shares (in the form
of new share certificates and existing share
certificates) ends 4:10 p.m. on Monday, 24 November 2025

Last day and time for free exchange of existing share
certificates for new share certificates for
the Consolidated Shares 4:30 p.m. on Wednesday, 26 November 2025

PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the Chinese name of the Company from “中國綠地博大綠澤集團有限公司” to “中國綠博生態科技集團有限公司”, and the English name of the Company from “China Greenland Broad Greenstate Group Company Limited” to China Green Broad Ecological Technology Company Limited (“**Proposed Change of Company Name**”).

Conditions of the Proposed Change of Company Name

The Proposed Change of Company Name is subject to the fulfilment of following conditions:

- (i) the passing of a special resolution by the Shareholders at the EGM approving the Proposed Change of Company Name; and
- (ii) the Registrar of Companies in the Cayman Islands approving the Proposed Change of Company Name by issuing the Certificate of Incorporation on Change of Name.

Subject to the satisfaction of the above conditions, the Proposed Change of Company Name will take effect from the date of the issue of the Certificate of Incorporation on Change of Name by the Registrar of Companies in the Cayman Islands. Thereafter, the Company will carry out necessary registration and/or filing procedures with the Registrar of Companies in Hong Kong.

Reasons for the Proposed Change of Company Name

The Board considers the Proposed Change of Company Name will better reflect the business focus of the Company on distinctive development and its strategic direction of individual future development, which is in the best interests of the Company and the Shareholders as a whole.

Effect of the Proposed Change of Company Name

The Proposed Change of Company Name will not affect any rights of the Shareholders. All the existing share certificates of the Company in issue bearing the existing name of the Company will, upon the Proposed Change of Company Name becoming effective, continue to be effective as documents of title to the Shares and will remain valid for trading, settlement, registration and delivery purposes. Accordingly, there will not be any arrangement for the free exchange of the existing Share certificates for new Share certificates bearing the new name of the Company. Upon the Proposed Change of Company Name becoming effective, any new Share certificates will be issued under the new name of the Company.

In addition, subject to confirmation by the Stock Exchange, the English and Chinese stock short names of the Company for trading in the securities of the Company on the Stock Exchange will also be changed after the Proposed Change of Company Name has become effective.

PROPOSED ADOPTION OF NEW AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

The Board also proposes to amend and restate the Existing Memorandum and Articles of Association (“**Memorandum and Articles**”) to reflect the Proposed Share Consolidation and Proposed Change of Company Name, with effect from the same time as the Proposed Share Consolidation and Proposed Change of Company Name take effect. The Board proposes to put forward a special resolution to the shareholders for approval at the EGM to adopt the amendments of New Memorandum and Articles of Association (“**New Amended and Restated Memorandum and Articles**”) as following:

Memorandum of Association	
Original Article	Amended Article
1. The name of the Company is China Greenland Broad Greenstate Group Company Limited 中國綠地博大綠澤集團有限公司.	1. The name of the Company is China Greenland Broad Greenstate Group Company Limited 中國綠地博大綠澤集團有限公司 China Green Broad Ecological Technology Company Limited 中國綠博生態科技集團有限公司 .
6. The authorised share capital of the Company is HK\$100,000,000 divided into 4,000,000,000 shares of a nominal or par value of HK\$0.025 each, with power for the Company insofar as is permitted by law, to redeem or purchase any of its shares and to increase or reduce the said capital subject to the provisions of the Companies Act (as revised) of the Cayman Islands and the Articles of Association and to issue any part of its capital, whether original, redeemed or increased with or without any preference, priority or special privilege or subject to any postponement of rights or to any conditions or restrictions and so that unless the conditions of issue shall otherwise expressly declare every issue of shares whether declared to be preference or otherwise shall be subject to the powers hereinbefore contained.	6. The authorised share capital of the Company is HK\$100,000,000 200,000,000 divided into 4,000,000,000 800,000,000 shares of a nominal or par value of HK\$0.025 0.25 each, with power for the Company insofar as is permitted by law, to redeem or purchase any of its shares and to increase or reduce the said capital subject to the provisions of the Companies Act (as revised) of the Cayman Islands and the Articles of Association and to issue any part of its capital, whether original, redeemed or increased with or without any preference, priority or special privilege or subject to any postponement of rights or to any conditions or restrictions and so that unless the conditions of issue shall otherwise expressly declare every issue of shares whether declared to be preference or otherwise shall be subject to the powers hereinbefore contained.

Memorandum and Articles of Association	
Original Article	Amended Article
<p>2. Interpretation</p> <p>2.2 In these Articles, unless there be something in the subject or context inconsistent therewith:</p> <p>...</p> <p>“Company” shall mean China Greenland Broad Greenstate Group Company Limited 中國綠地博大綠澤集團有限公司.</p>	<p>2. Interpretation</p> <p>2.2 In these Articles, unless there be something in the subject or context inconsistent therewith:</p> <p>...</p> <p>“Company” shall mean China Greenland Broad Greenstate Group Company Limited 中國綠地博大綠澤集團有限公司 China Green Broad Ecological Technology Company Limited 中國綠博生態科技集團有限公司.</p>
<p>3.Share Capital and Modification of Rights</p> <p>3.1 The authorised share capital of the Company at the date of the adoption of these Articles is HK\$100,000,000 divided into 4,000,000,000 shares of a nominal or par value of HK\$0.025 each.</p>	<p>3. Share Capital and Modification of Rights</p> <p>3.1 The authorised share capital of the Company at the date of the adoption of these Articles is HK\$100,000,000 200,000,000 divided into 4,000,000,000 800,000,000 shares of a nominal or par value of HK\$0.025 0.25 each</p>

Save for the proposed amendments to the Memorandum and Articles of Association set out above, other provisions of the Memorandum and Articles of Association shall remain unchanged.

The proposed adoption of the New Amended and Restated Memorandum and Articles is subject to the passing of the special resolution.

GENERAL

The EGM will be convened and held for the Shareholders to consider and, if thought fit, to approve the Proposed Share Consolidation, Proposed Change of Company Name and the proposed adoption of the New Amended and Restated Memorandum and Articles of Association. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholder is required to abstain from voting on the resolutions relating to the Proposed Share Consolidation, Proposed Change of Company Name and the Proposed Adoption of the New Amended and Restated Memorandum and Articles of Association at the EGM.

A circular containing details of the Proposed Share Consolidation, Proposed Change of Company Name and the Proposed Adoption of the New Amended and Restated Memorandum and Articles of Association together with a notice convening the EGM will be despatched to Shareholders as soon as practicable. The Company will publish further announcement(s) to inform the Shareholders of, among others, the effective date of the Share Consolidation, Proposed Change of Company Name, the adoption of the New Amended and Restated Memorandum and Articles of Association, and the new English and Chinese stock short names of the Company for trading of the Shares on the Stock Exchange and the new website of the Company.

By Order of the Board
China Greenland Broad Greenstate Group Company Limited
LIN Guangqing
Chairman and Executive Director

Shanghai, the People's Republic of China
29 August 2025

As at the date of this announcement, our executive Directors are Mr. LIN Guangqing and Mr. WANG Yaoming and our independent non-executive Directors are Mr. DAI Guoqiang, Mr. YANG Yuanguang and Ms. ZHANG Rui.