

Supplemental Agreement to the Subscription Agreement

This Supplemental Agreement to the Subscription Agreement for shares (the "**Supplemental Agreement**") is made on 14 May 2024

Between:

(1) GUANGDONG - HONG KONG GREATER BAY AREA HOLDINGS LIMITED, a limited company registered in the Cayman Islands with its registered address at PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands, and headquarters at Room 916, China Merchants Tower, 168-200 Connaught Road Central, Hong Kong (the "**Company**"); and

(2) Guo Linchen (郭林琛) (the "**Subscriber**"), PRC Identity Card No.: 360722199210010039, residing at .Unit 302, Block 2, Jin Hui Park, Longgang District, Shenzhen, Guangdong Province, China (中国广东省深圳市龙岗区锦荟 Park-2 栋 302).

Recitals:

- (A) On 13 May 2024, the Company entered into a subscription agreement with the Subscriber (the "**Subscription Agreement**"), pursuant to which the Company has agreed to issue 17,000,000 shares of its ordinary shares at a price of HK\$0.085 per share, and the Subscriber has agreed to subscribe for such shares on the terms set out in the Subscription Agreement.
- (B) After further discussion between the Company and the Subscriber, they agreed to adjust Subscription Price from HK\$0.085 to HK\$0.1 and make corresponding modifications to the Subscription Agreement.

The parties agree and sign the following terms:

1. Definitions and Interpretation

- 1.1 In this Agreement (including the recitals), unless the context otherwise requires, capitalised terms used shall have the same meanings as defined in the Subscription Agreement.
- 1.2 In the event of any conflict or inconsistency between any of the terms of this Supplemental Agreement with any of the terms of the Subscription Agreement, the terms of this Supplemental Agreement shall prevail.

2. Amendments to the Subscription Agreement

- 2.1 Recitals (B) of the Subscription Agreement shall be amended as: *Pursuant to the terms of this Agreement, the Company has agreed to issue 17,000,000 shares of its ordinary shares at a price of HK\$0.1 per share, and the Subscriber has agreed to subscribe for such shares*

on the terms set out in this Agreement.

- 2.2 The Clause 2.1 of the Subscription Agreement shall be amended as: *Pursuant to the terms and conditions of this Agreement, the Company shall issue and allot to the Subscriber 17,000,000 new ordinary shares of the Company free from any encumbrances, and the Subscriber shall subscribe for such shares at a price of HK\$0.1 per share.*

3. Effect of the Supplemental Agreement

- 3.1 The amendments to the Subscription Agreement made pursuant to this Supplemental Agreement shall have effect from the date of this Supplemental Agreement.
- 3.2 Save and except for the aforesaid amendments, all the remaining terms of the Subscription Agreement remain unchanged and continue in full force and effect.

This Agreement has been signed by the parties hereto on the date first above written for the purpose of evidencing the same.

[Signature Pages Follow]

Signature pages

Signed by the issuer:

Signed for and on behalf of
GUANGDONG - HONG KONG GREATER
BAY AREA HOLDINGS LIMITED



For and on behalf of
Guangdong - Hong Kong Greater Bay Area Holdings Limited
粵 港 灣 控 股 有 限 公 司

Authorized Signature(s)

Authorised signatory

Signature pages

Signed by the Subscriber:

郭林珠

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(2) Lai Yanlan (赖 燕 澜) (the "**Subscriber**"), PRC Identity Card No.: 362123197810183327, residing at Unit 1802, Block 4, Yang Guang Cui Yuan, Longgang District, Shenzhen, Guangdong Province, China (中国广东省深圳市龙岗区阳光翠园 4 栋 1802).

Recitals:

- (A) On 13 May 2024, the Company entered into a subscription agreement with the Subscriber (the "**Subscription Agreement**"), pursuant to which the Company has agreed to issue 17,000,000 shares of its ordinary shares at a price of HK\$0.085 per share, and the Subscriber has agreed to subscribe for such shares on the terms set out in the Subscription Agreement.
- (B) After further discussion between the Company and the Subscriber, they agreed to adjust Subscription Price from HK\$0.085 to HK\$0.1 and make corresponding modifications to the Subscription Agreement.

The parties agree and sign the following terms:

1. Definitions and Interpretation

- 1.1 In this Agreement (including the recitals), unless the context otherwise requires, capitalised terms used shall have the same meanings as defined in the Subscription Agreement.
- 1.2 In the event of any conflict or inconsistency between any of the terms of this Supplemental Agreement with any of the terms of the Subscription Agreement, the terms of this Supplemental Agreement shall prevail.

2. Amendments to the Subscription Agreement

- 2.1 Recitals (B) of the Subscription Agreement shall be amended as: *Pursuant to the terms of this Agreement, the Company has agreed to issue 17,000,000 shares of its ordinary shares*

at a price of HK\$0.1 per share, and the Subscriber has agreed to subscribe for such shares on the terms set out in this Agreement.

- 2.2 The Clause 2.1 of the Subscription Agreement shall be amended as: *Pursuant to the terms and conditions of this Agreement, the Company shall issue and allot to the Subscriber 17,000,000 new ordinary shares of the Company free from any encumbrances, and the Subscriber shall subscribe for such shares at a price of HK\$0.1 per share.*

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Authorized Signature(s)

Authorised signatory

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Signed by the Subscriber:

赖燕南

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(2) Zeng Dongjian (曾东健) (the "**Subscriber**"), PRC Identity Card No.: 441481199103045134, residing at Unit A605, Yi Rui Da Le Jun, 418 Shenshan Road (Longgang Sector), Longgang District, Shenzhen, Guangdong Province, China (中国广东省深圳市龙岗区深汕路 (龙岗段) 418 号怡瑞达乐郡 A605).

Recitals:

- (A) On 13 May 2024, the Company entered into a subscription agreement with the Subscriber (the "**Subscription Agreement**"), pursuant to which the Company has agreed to issue 17,000,000 shares of its ordinary shares at a price of HK\$0.085 per share, and the Subscriber has agreed to subscribe for such shares on the terms set out in the Subscription Agreement.
- (B) After further discussion between the Company and the Subscriber, they agreed to adjust Subscription Price from HK\$0.085 to HK\$0.1 and make corresponding modifications to the Subscription Agreement.

The parties agree and sign the following terms:

1. Definitions and Interpretation

- 1.1 In this Agreement (including the recitals), unless the context otherwise requires, capitalised terms used shall have the same meanings as defined in the Subscription Agreement.
- 1.2 In the event of any conflict or inconsistency between any of the terms of this Supplemental Agreement with any of the terms of the Subscription Agreement, the terms of this Supplemental Agreement shall prevail.

2. Amendments to the Subscription Agreement

- 2.1 Recitals (B) of the Subscription Agreement shall be amended as: *Pursuant to the terms of this Agreement, the Company has agreed to issue 17,000,000 shares of its ordinary shares*

at a price of HK\$0.1 per share, and the Subscriber has agreed to subscribe for such shares on the terms set out in this Agreement.

- 2.2 The Clause 2.1 of the Subscription Agreement shall be amended as: *Pursuant to the terms and conditions of this Agreement, the Company shall issue and allot to the Subscriber 17,000,000 new ordinary shares of the Company free from any encumbrances, and the Subscriber shall subscribe for such shares at a price of HK\$0.1 per share.*

3. Effect of the Supplemental Agreement

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Authorized Signature(s)

Authorised signatory

Signature pages

Signed by the Subscriber:

曾牙健

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(2) Zhang Pengqiang (张彭强) (the "**Subscriber**"), PRC Identity Card No.: 360722199109205130, residing at Unit 6A2703, Qing Lin Ban Shan Garden, Longgang District, Shenzhen, Guangdong Province, China (中国广东省深圳市龙岗区清林半山花园 6A2703).

Recitals:

- (A) On 13 May 2024, the Company entered into a subscription agreement with the Subscriber (the "**Subscription Agreement**"), pursuant to which the Company has agreed to issue 6,500,000 shares of its ordinary shares at a price of HK\$0.085 per share, and the Subscriber has agreed to subscribe for such shares on the terms set out in the Subscription Agreement.
- (B) After further discussion between the Company and the Subscriber, they agreed to adjust Subscription Price from HK\$0.085 to HK\$0.1 and make corresponding modifications to the Subscription Agreement.

The parties agree and sign the following terms:

1. Definitions and Interpretation

- 1.1 In this Agreement (including the recitals), unless the context otherwise requires, capitalised terms used shall have the same meanings as defined in the Subscription Agreement.
- 1.2 In the event of any conflict or inconsistency between any of the terms of this Supplemental Agreement with any of the terms of the Subscription Agreement, the terms of this Supplemental Agreement shall prevail.

2. Amendments to the Subscription Agreement

- 2.1 Recitals (B) of the Subscription Agreement shall be amended as: *Pursuant to the terms of this Agreement, the Company has agreed to issue 6,500,000 shares of its ordinary shares at a price of HK\$0.1 per share, and the Subscriber has agreed to subscribe for such shares*

on the terms set out in this Agreement.

- 2.2 The Clause 2.1 of the Subscription Agreement shall be amended as: *Pursuant to the terms and conditions of this Agreement, the Company shall issue and allot to the Subscriber 6,500,000 new ordinary shares of the Company free from any encumbrances, and the Subscriber shall subscribe for such shares at a price of HK\$0.1 per share.*

3. Effect of the Supplemental Agreement

- 3.1 The amendments to the Subscription Agreement made pursuant to this Supplemental Agreement shall have effect from the date of this Supplemental Agreement.
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Authorized Signature(s)

Authorised signatory

Signature pages

Signed by the Subscriber:

张彭强

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Between:

(1) GUANGDONG - HONG KONG TGREATER BAY AREA HOLDINGS LIMITED, a limited company registered in the Cayman Islands with its registered address at PO Box 309, Uglan House, Grand Cayman, KY1-1104, Cayman Islands, and headquarters at Room 916, China Merchants Tower, 168-200 Connaught Road Central, Hong Kong (the "**Company**"); and

(2) Li Guangning (李广宁) (the "**Subscriber**"), PRC Identity Card No.: 440307199301260716, residing at Room 503, Building F, Ling Nan Yuan, Nanwan Street, Longgang District, Shenzhen, Guangdong Province, China (中国广东省深圳市龙岗区南湾街道千欣街岭南苑 F 栋 503).

Recitals:

- (A) On 13 May 2024, the Company entered into a subscription agreement with the Subscriber (the "**Subscription Agreement**"), pursuant to which the Company has agreed to issue 3,500,000 shares of its ordinary shares at a price of HK\$0.085 per share, and the Subscriber has agreed to subscribe for such shares on the terms set out in the Subscription Agreement.
- (B) After further discussion between the Company and the Subscriber, they agreed to adjust Subscription Price from HK\$0.085 to HK\$0.1 and make corresponding modifications to the Subscription Agreement.

The parties agree and sign the following terms:

1. Definitions and Interpretation

- 1.1 In this Agreement (including the recitals), unless the context otherwise requires, capitalised terms used shall have the same meanings as defined in the Subscription Agreement.
- 1.2 In the event of any conflict or inconsistency between any of the terms of this Supplemental Agreement with any of the terms of the Subscription Agreement, the terms of this Supplemental Agreement shall prevail.

2. Amendments to the Subscription Agreement

- 2.1 Recitals (B) of the Subscription Agreement shall be amended as: *Pursuant to the terms of this Agreement, the Company has agreed to issue 3,500,000 shares of its ordinary shares*

at a price of HK\$0.1 per share, and the Subscriber has agreed to subscribe for such shares on the terms set out in this Agreement.

- 2.2 The Clause 2.1 of the Subscription Agreement shall be amended as: *Pursuant to the terms and conditions of this Agreement, the Company shall issue and allot to the Subscriber 3,500,000 new ordinary shares of the Company free from any encumbrances, and the Subscriber shall subscribe for such shares at a price of HK\$0.1 per share.*

3. Effect of the Supplemental Agreement

- 3.1 The amendments to the Subscription Agreement made pursuant to this Supplemental Agreement shall have effect from the date of this Supplemental Agreement.
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Authorized Signature(s)

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Signed by the Subscriber:

李广宁

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(2) Ding Lixia (丁利霞) (the "**Subscriber**"), PRC Identity Card No.: 430321197305202587, residing at Unit 2603, Block 10B, Jin Hui Park, Longgang District, Shenzhen, Guangdong Province, China (中国广东省深圳市龙岗区锦荟 Park-10B 栋 2603).

Recitals:

- (A) On 13 May 2024, the Company entered into a subscription agreement with the Subscriber (the "**Subscription Agreement**"), pursuant to which the Company has agreed to issue 3,500,000 shares of its ordinary shares at a price of HK\$0.085 per share, and the Subscriber has agreed to subscribe for such shares on the terms set out in the Subscription Agreement.
- (B) After further discussion between the Company and the Subscriber, they agreed to adjust Subscription Price from HK\$0.085 to HK\$0.1 and make corresponding modifications to the Subscription Agreement.

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1. Definitions and Interpretation

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- 1.2 In the event of any conflict or inconsistency between any of the terms of this Supplemental Agreement with any of the terms of the Subscription Agreement, the terms of this Supplemental Agreement shall prevail.

2. Amendments to the Subscription Agreement

- 2.1 Recitals (B) of the Subscription Agreement shall be amended as: *Pursuant to the terms of this Agreement, the Company has agreed to issue 3,500,000 shares of its ordinary shares at a price of HK\$0.1 per share, and the Subscriber has agreed to subscribe for such shares*

on the terms set out in this Agreement.

- 2.2 The Clause 2.1 of the Subscription Agreement shall be amended as: *Pursuant to the terms and conditions of this Agreement, the Company shall issue and allot to the Subscriber 3,500,000 new ordinary shares of the Company free from any encumbrances, and the Subscriber shall subscribe for such shares at a price of HK\$0.1 per share.*

3. Effect of the Supplemental Agreement

- 3.1 The amendments to the Subscription Agreement made pursuant to this Supplemental Agreement shall have effect from the date of this Supplemental Agreement.
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BAY AREA HOLDINGS LIMITED



For and on behalf of
Guangdong - Hong Kong Greater Bay Area Holdings Limited
粵 港 灣 控 股 有 限 公 司

Authorized Signature(s)

Authorised signatory

Signed by the Subscriber:

丁利霞

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(1) GUANGDONG - HONG KONG GREATER BAY AREA HOLDINGS LIMITED, a limited company registered in the Cayman Islands with its registered address at PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands, and headquarters at Room 916, China Merchants Tower, 168-200 Connaught Road Central, Hong Kong (the "**Company**"); and

(2) Zhu Renhao (朱仁浩) (the "**Subscriber**"), PRC Identity Card No.: 44142219880129423X, residing at Unit 1403, Guo Lan Apartment, 120 Minsheng Avenue, Guangming District, Shenzhen, Guangdong Province, China (中国广东省深圳市光明区公明街道民生大道 120 号国兰公寓 1403 房).

Recitals:

- (A) On 13 May 2024, the Company entered into a subscription agreement with the Subscriber (the "**Subscription Agreement**"), pursuant to which the Company has agreed to issue 6,500,000 shares of its ordinary shares at a price of HK\$0.085 per share, and the Subscriber has agreed to subscribe for such shares on the terms set out in the Subscription Agreement.
- (B) After further discussion between the Company and the Subscriber, they agreed to adjust Subscription Price from HK\$0.085 to HK\$0.1 and make corresponding modifications to the Subscription Agreement.

The parties agree and sign the following terms:

1. Definitions and Interpretation

- 1.1 In this Agreement (including the recitals), unless the context otherwise requires, capitalised terms used shall have the same meanings as defined in the Subscription Agreement.
- 1.2 In the event of any conflict or inconsistency between any of the terms of this Supplemental Agreement with any of the terms of the Subscription Agreement, the terms of this Supplemental Agreement shall prevail.

2. Amendments to the Subscription Agreement

- 2.1 Recitals (B) of the Subscription Agreement shall be amended as: *Pursuant to the terms of this Agreement, the Company has agreed to issue 6,500,000 shares of its ordinary shares*

at a price of HK\$0.1 per share, and the Subscriber has agreed to subscribe for such shares on the terms set out in this Agreement.

- 2.2 The Clause 2.1 of the Subscription Agreement shall be amended as: *Pursuant to the terms and conditions of this Agreement, the Company shall issue and allot to the Subscriber 6,500,000 new ordinary shares of the Company free from any encumbrances, and the Subscriber shall subscribe for such shares at a price of HK\$0.1 per share.*

3. Effect of the Supplemental Agreement

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Authorized Signature(s)

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Signed by the Subscriber:

朱仁浩

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(2) Gold Twister Limited (金旋有限公司) (the "**Subscriber**"), a limited company registered in the British Virgin Islands with Company No.: 1593925, registered office at Vistra Corporate Services Centre, Wickhams Cay II, Road Town, Tortola, VG1110, British Virgin Islands.

Recitals:

- (A) On 13 May 2024, the Company entered into a subscription agreement with the Subscriber (the "**Subscription Agreement**"), pursuant to which the Company has agreed to issue 18,000,000 shares of its ordinary shares at a price of HK\$0.085 per share, and the Subscriber has agreed to subscribe for such shares on the terms set out in the Subscription Agreement.
- (B) After further discussion between the Company and the Subscriber, they agreed to adjust Subscription Price from HK\$0.085 to HK\$0.1 and make corresponding modifications to the Subscription Agreement.

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1. Definitions and Interpretation

- 1.1 In this Agreement (including the recitals), unless the context otherwise requires, capitalised terms used shall have the same meanings as defined in the Subscription Agreement.
- 1.2 In the event of any conflict or inconsistency between any of the terms of this Supplemental Agreement with any of the terms of the Subscription Agreement, the terms of this Supplemental Agreement shall prevail.

2. Amendments to the Subscription Agreement

- 2.1 Recitals (B) of the Subscription Agreement shall be amended as: *Pursuant to the terms of this Agreement, the Company has agreed to issue 18,000,000 shares of its ordinary shares*

at a price of HK\$0.1 per share, and the Subscriber has agreed to subscribe for such shares on the terms set out in this Agreement.

- 2.2 The Clause 2.1 of the Subscription Agreement shall be amended as: *Pursuant to the terms and conditions of this Agreement, the Company shall issue and allot to the Subscriber 18,000,000 new ordinary shares of the Company free from any encumbrances, and the Subscriber shall subscribe for such shares at a price of HK\$0.1 per share.*

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粵 港 灣 控 股 有 限 公 司


.....
Authorized Signature(s)

Authorised signatory

Signature pages

Signed by the Subscriber:

For and on behalf of
GOLD TWISTER LIMITED
金旋有限公司

[Handwritten Signature]
.....
Authorized Signature(s)