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China Ecotourism Group Limited

中國生態旅遊集團有限公司

(formerly known as China LotSynergy Holdings Limited 華彩控股有限公司)*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1371)

PROPOSED AMENDMENTS TO THE TERMS AND CONDITIONS OF CONVERTIBLE BONDS EXECUTION OF THE FOURTH SUPPLEMENTAL TRUST DEED

Reference is made to the announcement of the Company dated 27 April 2021 (the “**Announcement**”) in relation to the Proposed Amendments to the terms and conditions of the New Option 1 Bonds. Unless otherwise defined herein, capitalised terms used herein shall have the meaning ascribed to them in the Announcement.

As stated in the Announcement, the Proposed Amendments shall become effective upon the entering of the Fourth Supplemental Trust Deed, which in turn is subject to and conditional upon (i) the Stock Exchange granting the approval for the Proposed Amendments as required under Rule 28.05 of the Listing Rules; and (ii) the Listing Committee of the Stock Exchange granting the approval for the listing of, and permission to deal in, the Conversion Shares.

The Board announces that the Company has obtained approval from the Stock Exchange (i) for the Proposed Amendments as required under Rule 28.05 of the Listing Rules; and (ii) for the listing of, and permission to deal in, the Conversion Shares. Accordingly, the Company and the Trustee have entered into the Fourth Supplemental Trust Deed on 3 May 2021, giving effect to the Proposed Amendments.

As disclosed in the Announcement, the Bondholder is currently BFAM Asian Opportunities Master Fund, LP. BFAM Asian Opportunities Master Fund, LP is a limited partnership acting through its general partner, BFAM Asian Opportunities Master GP Limited, and managed by BFAM Partners (Cayman) Limited through its sub-advisor BFAM Partners (Hong Kong) Limited, which is a licensed corporation under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong, “SFO”) licensed to carry out Type 9 (asset management) regulated activity under the SFO. BFAM Partners (Hong Kong) Limited is wholly owned by BFAM Partners (Cayman) Limited which is wholly owned by Mr. Fuchs, Benjamin Aaron. Limited partners of BFAM Asian Opportunities Master Fund, LP

* For identification purposes only

are BFAM Asian Opportunities Fund, LP and BFAM Asian Opportunities Fund Limited, each of which is a feeder fund. The Bondholder has confirmed to the Company that, as at the date of this announcement, each of the investors of the feeder funds is an independent third party of the Company.

By order of the Board
China Ecotourism Group Limited
CHAN Tan Na, Donna
Chairperson of the Board

Hong Kong, 3 May 2021

As at the date of this announcement, the Board comprises Ms. CHAN Tan Na, Donna, Mr. WU Jingwei, Mr. LI Zi Kui and Ms. ZHU Xinxin as Executive Directors; and Mr. HUANG Shenglan, Mr. CHAN Ming Fai and Mr. CUI Shuming as Independent Non-Executive Directors.