

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.



China Ecotourism Group Limited
中國生態旅遊集團有限公司
(Incorporated in Bermuda with limited liability)
(Stock Code: 1371)

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

Reference is made to the announcement of the Company dated 4 May 2022 (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 into of the Sixth 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 Sixth Supplemental Trust Deed on 5 May 2022, giving effect to the Proposed Amendments, and the Share Charge was entered into by the Share Chargor (a wholly-owned subsidiary of the Company) in favour of the Trustee pursuant to the Sixth Supplemental Trust Deed.

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

Hong Kong, 5 May 2022

As at the date of this announcement, the Board comprises Ms. CHAN Tan Na, Donna, Mr. WU Jingwei, Mr. DI Ling and Mr. QIU Peiyuan as Executive Directors; and Mr. HUANG Shenglan, Mr. CHAN Ming Fai and Dr. MENG Zhijun as Independent Non-executive Directors.