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## THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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**If you are in any doubt** as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other licensed securities dealer, bank manager, solicitor, professional accountant, or other professional advisers.

**If you have sold or transferred** all your shares in Guangdong Syntrust GK Testing and Certification Tech Service Center Co., Ltd. (廣東集信國控檢測認證技術服務中心股份有限公司), you should at once hand this circular and the accompanying form of proxy and reply slip to the purchaser(s) or the transferee(s) or to the bank, stockbroker or licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or the transferee(s).

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### GUANGDONG SYNTRUST GK TESTING AND CERTIFICATION TECH SERVICE CENTER CO., LTD.

廣東集信國控檢測認證技術服務中心股份有限公司

*(A joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock code: 8629)**

### PROPOSED CHANGE OF REGISTERED ADDRESS AND ADDRESS OF HEAD OFFICE IN CHINA AND AMENDMENT TO THE ARTICLES OF ASSOCIATION AND NOTICE OF EXTRAORDINARY GENERAL MEETING

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A letter from the Board is set out on pages 3 to 6 of this circular. A notice convening the EGM of the Company to be held at 9 a.m. on Tuesday, 8 October 2024 at 6/F, No. 1, Xinyi Avenue South, Dingbao Town, Xinyi City, Maoming City, Guangdong Province, China, is set out on pages EGM-1 to EGM-2 of this circular. Shareholders who intend to attend the EGM should complete the reply slip and return it by hand or by post to the H Share registrar of the Company no later than 4:30 p.m. on Monday, 7 October 2024.

Shareholders who intend to appoint a proxy to attend and vote at the EGM shall complete and return the enclosed proxy form in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the EGM or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the EGM or any adjourned meetings should they so wish.

This circular will remain on the "Latest Listed Company Information" page of the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) for at least 7 days from the date of its publication and on the website of the Company ([www.xyjiance.cn](http://www.xyjiance.cn)).

17 September 2024

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## **CHARACTERISTICS OF GEM**

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GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.

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## DEFINITIONS

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*In this circular, unless the context otherwise requires, the following expressions have the following meanings:*

“Articles Amendment”	the proposed amendment to the Articles of Association as set out in the paragraph headed “Proposed Amendment to the Articles of Association” in this circular
“Articles of Association”	the articles of association of the Company, currently in force, as amended, supplemented or otherwise modified from time to time
“Board”	the board of Directors
“Change of Registered Address”	the change of registered address and address of head office of the Company in China as set out in the paragraph headed “Proposed Change of Registered Address and Address of Head Office in China” in this circular
“Company”	Guangdong Syntrust GK Testing and Certification Tech Service Center Co., Ltd. (廣東集信國控檢測認證技術服務中心股份有限公司), a joint stock company with limited liability, whose H Shares are listed on GEM
“Director(s)”	the director(s) of the Company
“EGM”	the extraordinary general meeting of the Company to be convened and held at 9 a.m. on Tuesday, 8 October 2024 at 6/F, No. 1, Xinyi Avenue South, Dingbao Town, Xinyi City, Maoming City, Guangdong Province, China, notice of which is set out on pages EGM-1 to EGM-2 of this circular, or any adjournment thereof
“GEM”	GEM operated by the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM, as amended, supplemented or otherwise modified from time to time
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“H Share(s)”	overseas listed foreign ordinary shares in the share capital of the Company with a nominal value of RMB1.00 each listed on GEM of the Stock Exchange

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## DEFINITIONS

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“PRC” or “China”	the People’s Republic of China which shall, for the purpose of this circular, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan region
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	ordinary share(s) of RMB1.00 each in the capital of the Company comprising the Unlisted Shares and the H Shares
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Unlisted Share(s)”	ordinary share(s) in the share capital of our Company with a nominal rate of RMB1.00, which are not listed on any stock exchange

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## LETTER FROM THE BOARD

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### GUANGDONG SYNTRUST GK TESTING AND CERTIFICATION TECH SERVICE CENTER CO., LTD.

廣東集信國控檢測認證技術服務中心股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock code: 8629)

***Executive Directors:***

Mr. Lai Feng (*Chairman*)

Mr. Huang Fei

Ms. Mai Jiayu

Mr. Zhang Xihua

***Non-executive Directors:***

Ms. Zou Chan

Mr. Chen Guangfu

***Independent non-executive Directors:***

Ms. Liu Hongge

Ms. Deng Dian

Mr. Luo Qiling

***Headquarters and principal place of  
business in the PRC:***

1/F, Building A

Construction Bureau Compound

Xinyi City, Maoming

Guangdong Province, China

***Place of business in Hong Kong  
registered under Part 16 of  
the Companies Ordinance:***

46/F, Hopewell Centre

183 Queen's Road East

Wan Chai, Hong Kong

17 September 2024

*To the Shareholders,*

Dear Sir or Madam,

### **PROPOSED CHANGE OF REGISTERED ADDRESS AND ADDRESS OF HEAD OFFICE IN CHINA AND AMENDMENT TO THE ARTICLES OF ASSOCIATION AND NOTICE OF EXTRAORDINARY GENERAL MEETING**

#### **INTRODUCTION**

Reference is made to the announcement published by the Company dated 13 September 2024 in relation to, among others, the proposed change of registered address and address of head office in China and the Articles Amendment.

The purpose of this circular is to provide the Shareholders with further information on (i) the proposed resolution to be considered at the EGM to enable you to make an informed decision on whether to vote for or against the resolution at the EGM; and (ii) the notice of the EGM.

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## LETTER FROM THE BOARD

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### PROPOSED CHANGE OF REGISTERED ADDRESS AND ADDRESS OF HEAD OFFICE IN CHINA AND AMENDMENT TO THE ARTICLES OF ASSOCIATION

#### Proposed Change of Registered Address and Address of Head Office in China

On 13 September 2024, the Board approved the change of registered address and address of head office of the Company in China to No. 1, Xinyi Avenue South, Dingbao Town, Xinyi City, Maoming City, Guangdong Province, China (中國廣東省茂名市信宜市丁堡鎮信義大道南1號).

#### Proposed Amendment to the Articles of Association

In view of the Change of Registered Address, the Board proposes to make corresponding amendment to the Articles of Association as set out below.

Original text of the Articles of Association before amendment	Text of the Articles of Association after amendment
<b>Article 5</b> Domicile: Floor 1, Building A, Xinyi Construction Bureau Courtyard, Maoming City, Guangdong Province  Postal code: 525300	<b>Article 5</b> Domicile: No. 1, Xinyi Avenue South, Dingbao Town, Xinyi City, Maoming City, Guangdong Province  Postal code: 525345

Save for the aforementioned proposed amendment to the Articles of Association set out above, all other provisions in the Articles of Association will remain unchanged.

The English version of the Articles Amendment is an unofficial translation of its Chinese version. In case of any discrepancy between the two versions, the Chinese version shall prevail.

The change of registered address and address of head office in China and the Articles Amendment shall become effective upon the approval of Shareholders at the EGM by way of a special resolution. In addition, the Board shall be authorised at the EGM to in turn authorise the operating management of the Company to handle the approval or filing procedures with the relevant regulatory authorities involved relating to such matter.

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## LETTER FROM THE BOARD

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### THE EGM AND CLOSURE OF REGISTER OF MEMBERS

Enclosed are the form of proxy and reply slip for the EGM.

If you intend to appoint a proxy to attend the EGM, you are required to complete the enclosed form of proxy in accordance with the instructions printed thereon. Holders of H Shares are required to return the proxy form to the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong and holders of Unlisted Shares are required to return the proxy form to the Company's principal place of business in the PRC at 1/F, Building A, Construction Bureau Compound, Xinyi City, Maoming, Guangdong Province, China by personal delivery or by post not less than 24 hours before the time fixed for holding the EGM (or any adjournment thereof) for taking the poll (i.e. before Monday, 7 October 2024 at 9 a.m.). Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof if you so wish.

If you intend to attend the EGM in person or by proxy, you are required to complete and return the enclosed reply slip to (i) the Company's principal place of business in the PRC at 1/F, Building A, Construction Bureau Compound, Xinyi City, Maoming, Guangdong Province, China (for holders of Unlisted Shares); or (ii) the Company's H Share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for holders of H Shares), no later than 4:30 p.m. on Monday, 7 October 2024.

For the purpose of determining the entitlement of Shareholders to attend the EGM, the register of members of the Company will be closed from Friday, 4 October 2024 to Tuesday, 8 October 2024 (both dates inclusive), during which period no transfer of Shares will be effected. Holders of H Shares whose names appear on the registers of members of the Company on Tuesday, 8 October 2024 shall be entitled to attend and vote at the EGM. In order to be qualified to attend and vote at the EGM, the share transfer documents and the relevant share certificates must be lodged with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for holders of H Shares no later than 4:30 p.m. on Thursday, 3 October 2024.

### VOTING BY POLL

Pursuant to Rule 17.47(4) of the GEM Listing Rules, any vote of Shareholders at a general meeting must be taken by poll except where the chairman of the EGM, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. As such, resolution proposed at the EGM will be voted by poll.

An announcement will be made by the Company following the conclusion of the EGM to inform Shareholders of the poll results of the EGM.



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## LETTER FROM THE BOARD

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### RECOMMENDATIONS

The Board considers that the resolution to be proposed at the EGM are in the interests of the Company and its Shareholders as a whole. As such, the Board recommends the Shareholders to vote in favour of the resolution proposed at the EGM.

### RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

By order of the Board

**Guangdong Syntrust GK Testing and Certification  
Tech Service Center Co., Ltd.**

**廣東集信國控檢測認證技術服務中心股份有限公司**

**Mr. Lai Feng**

*Chairman and executive Director*

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## NOTICE OF EGM

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### GUANGDONG SYNTRUST GK TESTING AND CERTIFICATION TECH SERVICE CENTER CO., LTD.

廣東集信國控檢測認證技術服務中心股份有限公司

*(A joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock code: 8629)**

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the extraordinary general meeting (the “EGM”) of the Company will be held at 9 a.m. on Tuesday, 8 October 2024 at 6/F, No. 1, Xinyi Avenue South, Dingbao Town, Xinyi City, Maoming City, Guangdong Province, China for the purpose of considering and, if thought fit, passing the following resolution:

#### SPECIAL RESOLUTION

To consider and approve the proposed change of registered address and address of head office in China to No. 1, Xinyi Avenue South, Dingbao Town, Xinyi City, Maoming City, Guangdong Province, China, and amendment to the existing articles of association of the Company to reflect the change of registered address in China, and authorise the Board (which may in turn authorise the operating management of the Company) to handle the approval or filing procedures with the relevant regulatory authorities.

By order of the Board

**Guangdong Syntrust GK Testing and Certification  
Tech Service Center Co., Ltd.**

廣東集信國控檢測認證技術服務中心股份有限公司

**Mr. Lai Feng**

*Chairman and executive Director*

Hong Kong, 17 September 2024

*Notes:*

1. The resolution at the EGM will be taken by poll pursuant to the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”). The results of the poll will be published on the websites of The Stock Exchange of Hong Kong Limited and the Company in accordance with the GEM Listing Rules.
2. To ascertain shareholders of the Company (“**Shareholder(s)**”) who are entitled to attend and vote at the EGM, the register of members of the Company will be closed from Friday, 4 October 2024 to Tuesday, 8 October 2024 (both days inclusive), during which period no transfer of shares of the Company (the “**Share(s)**”) can be registered. Holders of H Shares whose names appear on the registers of members of the Company on Tuesday, 8 October 2024 shall be entitled to attend and vote at the EGM. In order to qualify to attend and vote at the EGM, all transfer documents accompanied by the relevant share certificates must be lodged with the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong (for holders of H Shares), no later than 4:30 p.m. on Thursday, 3 October 2024.

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## NOTICE OF EGM

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3. Shareholders who intend to attend the EGM should complete the reply slip and return it by hand or by post to (i) the Company's principal place of business in the PRC at 1/F, Building A, Construction Bureau Compound, Xinyi City, Maoming, Guangdong Province, China (for holders of Unlisted Shares); or (ii) the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for holders of H Shares), no later than 4:30 p.m. on Monday, 7 October 2024.
4. Shareholders who are entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote on their behalf. A proxy need not be a Shareholder.
5. In order to be valid, the proxy form together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof, must be completed and returned to (i) the Company's principal place of business in the PRC at 1/F, Building A, Construction Bureau Compound, Xinyi City, Maoming, Guangdong Province, China (for holders of Unlisted Shares); or (ii) the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for holders of H Shares) not less than 24 hours before the time appointed for the EGM (or any adjournment thereof) for taking the poll (i.e. Monday, 7 October 2024 at 9 a.m.). Completion and return of the proxy form will not preclude a Shareholder from attending and voting at the EGM or any adjourned meeting thereof should he/she so wish.

If the proxy is a legal person, its legal representative or any representative authorised by a resolution of its board of directors or by other governing body shall attend the EGM on its behalf. If the Shareholder is a recognised clearing house (or its proxy) defined by the Hong Kong relevant ordinance from time to time, the Shareholder may authorise one or more persons it considers appropriate as its representative(s) at the EGM; however, if more than one person are authorised, the power of attorney shall contain the number and class of Shares for which such persons are authorised, and shall be signed by an authorised personnel of the recognised clearing house. The person(s) so authorised can represent the recognised clearing house (or its proxy) to attend the EGM and exercise its right, as if the persons are the Company's individual Shareholders, and shall not be required to produce evidence of shareholding, the notarised power of attorney and/or further evidence to prove that he/she/they have been duly authorised.

A vote provided in according to the instruments in such form of proxy shall be valid, notwithstanding the previous death or loss of capacity of the appointer or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the Shares with respect to which the proxy is given, provided that no notice in writing of such matters shall have been received by the Company prior to the EGM.

6. In case of joint Shareholder for any Share, only the person whose name is at the first place on the register of members of the Company has the rights to receive the certificate of relevant Shares and notice from the Company and to attend or exercise all of the votes relating to the Shares.
7. Shareholders or their proxies shall provide their identity documents when attending the EGM.
8. Unless otherwise indicated, the capitalised terms used in this notice shall have the same meaning as those defined in the circular of the Company dated 17 September 2024.

*As at the date of this notice, the Board comprises of four executive Directors, namely Mr. Lai Feng, Mr. Huang Fei, Ms. Mai Jiayu and Mr. Zhang Xihua, two non-executive Directors, namely Ms. Zou Chan and Mr. Chen Guangfu and three independent non-executive Directors, namely Ms. Liu Hongge, Ms. Deng Dian and Mr. Luo Qiling.*

*This notice will remain on the "Latest Listed Company Information" page of the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) for at least 7 days from the date of its publication and on the website of the Company ([www.xyjiance.cn](http://www.xyjiance.cn)).*