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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)

## (1) POLL RESULT OF THE 2024 ANNUAL GENERAL MEETING HELD ON 16 MAY 2025;

- (2) FINAL DIVIDEND DISTRIBUTION PLAN FOR 2024;
- (3) AMENDMENTS TO THE ARTICLES OF ASSOCIATION; AND
  - (4) ABOLISHMENT OF SUPERVISORY COMMITTEE

The Board is pleased to announce that the proposed resolutions set out in the notice of the 2024 AGM dated 16 April 2025 were duly passed by the Shareholders by way of poll at the 2024 AGM held on 16 May 2025.

The Board has obtained the proper authorization from the Shareholders at the 2024 AGM to amend the Articles of Association as disclosed in the Circular. The said Proposed Amendments have become effective on 16 May 2025.

### ANNUAL GENERAL MEETING HELD ON 16 MAY 2025

Reference is made to the circular (the "Circular") of Guangdong Syntrust GK Testing and Certification Tech Service Center Co., Ltd. (the "Company") dated 16 April 2025. Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Circular.

As at the date of the 2024 AGM, the number of total issued Shares of the Company was 33,929,000, comprising 23,750,000 Unlisted Shares and 10,179,000 H Shares, which was the total number of Shares entitling the holders to attend and vote on the resolutions proposed at the 2024 AGM (the "**Resolutions**"). To the best knowledge, information and belief of the Company: (i) there were no Shares entitling the holder to attend and abstain from voting in favour of the Resolutions as set out in Rule 17.47A of the GEM Listing Rules; (ii) no Shareholders were required under the GEM Listing Rules to abstain from voting on the Resolutions; and (iii) none of the Shareholders has stated any intention in the Circular to vote against or to abstain from voting on the Resolutions.

All Directors attended the 2024 AGM in person or by electronic means.

The Shareholders and their proxies present at the 2024 AGM hold a total of 23,750,000 Shares carrying voting rights of the Company, representing approximately 70% of the number of total issued Shares of the Company.

The Company's H Share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the 2024 AGM for the purpose of vote-taking. Two shareholder representatives and two supervisor representatives were jointly responsible for vote taking and vote scrutinizing.

### **POLL RESULTS OF THE 2024 AGM**

The Board is pleased to announce that the Resolutions were duly passed by the Shareholders by way of poll at the 2024 AGM. The poll results in respect of the Resolutions passed at the 2024 AGM are as follows:

ORDINARY RESOLUTIONS		NUMBER OF VOTES (APPROXIMATE %)		
		FOR	AGAINST	ABSTAIN
1.	To consider and approve the 2024 Work Report of the Board of Directors.	23,750,000 (100%)	0 (0%)	0 (0%)
2.	To consider and approve the 2024 Work Report of the Supervisory Committee.		0 (0%)	0 (0%)
3.	To consider and approve the 2024 Audited Consolidated Financial Statements.	23,750,000 (100%)	0 (0%)	0 (0%)
4.	To consider and approve the 2024 Annual Report.	23,750,000 (100%)	0 (0%)	0 (0%)
5.	To consider and approve a final dividend distribution plan for 2024.	23,750,000 (100%)	0 (0%)	0 (0%)
6.	To consider and approve the re-appointment of Ernst & Young as the auditors of the Company for 2025, for a term until the conclusion of the next annual general meeting of the Company, and to authorize the Board to fix their remuneration.		0 (0%)	0 (0%)
7.	To consider and approve the adjustment to emoluments of the Directors for 2025.	23,750,000 (100%)	0 (0%)	0 (0%)
8.	To consider and approve the adjustment to emoluments of the Supervisors for 2025.	23,750,000 (100%)	0 (0%)	0 (0%)

SPECIAL RESOLUTIONS		FOR	AGAINST	ABSTAIN
9.	To consider and approve the grant of the general mandate (i) allot, issue or deal with additional Shares and (ii) sell and/or transfer Treasury Shares of not exceeding 20% of the total number of the issued Shares (excluding any Treasury Shares) as at the date of passing of the related resolution.	23,750,000 (100%)	0 (0%)	0 (0%)
10.	To consider and approve the grant of the general mandate to the Board to repurchase H Shares on the Stock Exchange not exceeding 10% of the total number of the issued H Shares (excluding any Treasury Shares) as at the date of passing the related resolution.	23,750,000 (100%)	0 (0%)	0 (0%)
11.	To consider and approve the amendments to the Articles of Association of the Company.	23,750,000 (100%)	0 (0%)	0 (0%)
12.	To consider and approve the amendments to the Rules of Procedure for the General Meetings.	23,750,000 (100%)	0 (0%)	0 (0%)
13.	To consider and approve the amendments to the Rules of Procedure for the Board Meetings.	23,750,000 (100%)	0 (0%)	0 (0%)
14.	To consider and approve the abolishment of the Rules of Procedure for the Meetings of The Supervisory Committee.		0 (0%)	0 (0%)

As more than half of the votes were cast in favor of resolutions nos. 1 to 8, these resolutions were duly passed as ordinary resolutions.

As more than two-thirds of the votes were cast in favor of resolutions nos. 9 to 14, these resolutions were duly passed as special resolutions.

#### FINAL DIVIDEND DISTRIBUTION PLAN FOR 2024

Distribution of final dividend for 2024 to all Shareholders at a cash dividend of RMB0.15 per Share (inclusive of applicable taxes) for the year ended 31 December 2024 has been considered and approved at the 2024 AGM.

Final dividend payable to the holders of the Unlisted Shares will be paid in Renminbi, whereas Final Dividend payable to the holders of H Shares will be in Hong Kong dollars. The exchange rate for the dividend to be paid in Hong Kong dollars will be the mean of the benchmark exchange rates of Renminbi to Hong Kong dollars as announced by the People's Bank of China during the five working days prior to the 2024 AGM, being RMB1.00 to HK\$1.08, pursuant to which, cash dividend to be distributed will be HK\$0.16 per share (inclusive of applicable taxes).

The payment date of the Final Dividend is expected to be on or before Tuesday, 15 July 2025 to the Shareholders whose names appear on the register of members of the Company on Tuesday, 27 May 2025.

In accordance with the Enterprise Income Tax Law of the People's Republic of China (《中華人民共和國企業所得稅法》) and its implementation regulations, the Company is required to withhold and pay enterprise income tax at the rate of 10% on behalf of the non-resident enterprise Shareholders whose names appear on the register of members for H shares when distributing the cash dividends. Any H Shares not registered under the name of an individual Shareholder, including HKSCC Nominees Limited, other nominees, agents or trustees, or other organisations or groups, shall be deemed as Shares held by non-resident enterprise Shareholders. Therefore, enterprise income tax will be withheld from dividends payable to such Shareholders. If H Shareholders intend to change their shareholder status, please enquire about the relevant procedures with their agents or trustees. The Company will strictly comply with the laws and the requirements of the relevant government authority and withhold and pay enterprise income tax on behalf of the relevant Shareholders based on the register of members for H Shares as at Tuesday, 27 May 2025.

If the individual H Shareholders are Hong Kong or Macau residents or residents of the countries which have an agreed tax rate of 10% for the cash dividends given to them under the relevant tax agreements with the PRC, the Company should withhold and pay individual income tax on behalf of the relevant Shareholders at a rate of 10%. Should the individual H Shareholders be residents of the countries which have an agreed tax rate of less than 10% under the relevant tax agreements with the PRC, the Company shall withhold and pay individual income tax on behalf of the relevant Shareholders at a rate of 10%. In that case, if the relevant individual H Shareholders wish to reclaim the extra amount withheld due to the application of 10% tax rate, the Company can apply for the relevant agreed preferential tax treatment on behalf of the relevant Shareholders provided that the relevant Shareholders submit the information required by the notice of the relevant tax agreement to the H Share Registrar. The Company will assist with the tax refund of the extra amount after obtaining the approval of the competent tax authority. Should the individual H Shareholders be residents of the countries which have an agreed tax rate of over 10% but less than 20% under the relevant tax agreements with the PRC, the Company shall withhold and pay the individual income tax at the agreed actual rate in accordance with the relevant tax agreement. In the case that the individual H Shareholders are residents of the countries which have an agreed tax rate of 20% under the relevant tax agreements with the PRC, or which have not entered into any tax agreement with the PRC, or in any other circumstances, the Company shall withhold and pay the individual income tax at a rate of 20%.

The Company assumes no responsibility and disclaims all liabilities whatsoever in relation to the tax status or tax treatment of the Shareholders and for any claims arising from any delay in or inaccurate determination of the tax status or tax treatment of the Shareholders or any disputes over the withholding mechanism or arrangements.

#### AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The Board announced that the resolution on the adoption of the new Articles of Association has been duly passed as a special resolution at the 2024 AGM. For details of the Proposed Amendments, please refer to Appendix II to the Circular.

The new Articles of Association will take effect immediately, the full text of which is available on the Company's website at www.xyjiance.cn and the designated website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk. The Company will carry out necessary filing procedures in Hong Kong and the PRC as appropriate.

### ABOLISHMENT OF SUPERVISORY COMMITTEE

Pursuant to resolution no. 11, the Board proposes to amend the Articles of Association to, among others, formally abolish the Supervisory Committee and enable the Audit Committee to exercise the authority of the Supervisory Committee. As resolution no. 11 has been duly passed as a special resolution, the abolishment of Supervisory Committee will take effect immediately.

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, 16 May 2025

As at the date of this announcement, 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 announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited 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 announcement 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 announcement misleading.

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