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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)**

### CHANGE IN USE OF PROCEEDS; PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR; AND NOTICE OF EXTRAORDINARY GENERAL MEETING

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A letter from the Board is set out on pages 3 to 19 of this circular. A notice convening the EGM of the Company to be held at 9 a.m. on Friday, 23 January 2026 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-3 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 Thursday, 22 January, 2026.

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)).

5 January 2026

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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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## CONTENTS

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	<i>Page</i>
<b>Definitions . . . . .</b>	<b>1</b>
<b>Letter from the Board. . . . .</b>	<b>3</b>
<b>Notice of EGM. . . . .</b>	<b>EGM-1</b>

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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 of Association”	the articles of association of the Company, as amended, modified or otherwise supplemented from time to time
“Board”	the board of Directors
“Change in Use of Proceeds”	the proposed change in use of proceeds from the share offer of the Company
“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 Friday, 23 January 2026 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-3 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
“Group”	the Company together with its subsidiaries
“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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“Interim Report”	the interim report of the Group of the six months ended 30 June 2025
“Latest Practicable Date”	31 December 2025, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained in this circular
“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
“Proposed Appointment of Non-executive Director”	the proposed appointment of Mr. Liu Juemao as a non-executive Director
“Prospectus”	the prospectus of the Company dated 26 August 2024
“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
“%”	per cent

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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:***

No. 1, Xinyi Avenue South  
Dingbao Town, Xinyi City  
Maoming City  
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

5 January 2026

*To the Shareholders,*

Dear Sir or Madam,

**CHANGE IN USE OF PROCEEDS;  
PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR;  
AND  
NOTICE OF EXTRAORDINARY GENERAL MEETING**

**INTRODUCTION**

Reference is made to the announcement of the Company dated 31 December 2025 in relation to, among others, the Change in Use of Proceeds and the Proposed Appointment of Non-executive Director.

## LETTER FROM THE BOARD

The purpose of this circular is to provide the Shareholders with further information on the Change in Use of Proceeds, the Proposed Appointment of Non-executive Director and the notice of the EGM.

### CHANGE IN USE OF PROCEEDS

As disclosed in the Interim Report, the net proceeds from the Share Offer after deducting listing related expenses amounted to approximately RMB49.96 million (equivalent to approximately HK\$54.4 million) (the “**Actual Net Proceeds**”). These proceeds were intended to be utilised over the three years from September 2024 to December 2026.

As at 31 October 2025, the unutilized Actual Net Proceeds amounted to approximately RMB37.48 million (the “**Unutilised Net Proceeds**”). The Board has resolved to change the use of the Unutilised Net Proceeds as follows:

Business objective	Planned use of net proceeds as stated in the Prospectus RMB'000	Actual use of proceeds from 6 September 2024 to 31 October 2025 RMB'000	Unutilised Net Proceeds as at 31 October 2025 RMB'000	Change of business objective (if any)	Expected timeline for utilizing the Unutilised Net Proceeds
1. Expanding the construction engineering testing services to achieve Comprehensive Qualification under the Qualification Standards of Construction Engineering Quality Inspection Agencies and strengthen the existing construction engineering testing and inspection services					
(i) <i>Acquiring the Specialised Qualification — Steel Structure</i>					
(a) Acquire testing equipment	89.9	89.9	—	—	—
(b) Employ 10 additional technical personnel with the required professional qualifications	330.6	330.6	—	—	—
(c) Payment of staff cost of the 10 additional technical personnel	165.3	161.76	3.54	(2) Acquisition of a company engaged in construction engineering T&I service in Western Guangdong	1H2026
(d) Acquire testing equipment	89.9	—	89.9	Same objective	1H2026
(e) Employ 5 additional technical personnel with the required professional qualifications	248.0	—	248.0	(2) Acquisition of a company engaged in construction engineering T&I service in Western Guangdong	1H2026
<b>Sub-total:</b>	<b>923.7</b>	<b>582.26</b>	<b>341.44</b>		

## LETTER FROM THE BOARD

Business objective		Planned use of net	Actual use of	Unutilised	Change of business objective (if any)	Expected timeline for utilizing the Unutilised Net Proceeds
		proceeds as stated in the Prospectus <i>RMB'000</i>	proceeds from 6 September 2024 to 31 October 2025 <i>RMB'000</i>	Net Proceeds as at 31 October 2025 <i>RMB'000</i>		
(ii)	<i>Acquiring the Specialised Qualification — Building curtain wall</i>					
(a)	Employ 3 additional inspection personnel with the required professional qualifications	86.8	—	86.8	Same objective	2H2026
(b)	Employ 3 additional inspection personnel with the required professional qualifications	86.8	—	86.8	Ditto	Ditto
(c)	Employ 3 additional inspection personnel with the required professional qualifications	86.8	—	86.8	Ditto	Ditto
	<b>Sub-total:</b>	<b>260.4</b>	<b>—</b>	<b>260.4</b>		
(iii)	<i>Acquiring the Specialised Qualification — Bridge and underground works</i>					
(a)	Acquire testing equipment	924.5	—	924.5	Same objective	2H2026
(b)	Employ 5 additional intermediate or senior engineers with the required professional qualifications	248.0	—	248.0	Ditto	Ditto
(c)	Employ 5 additional intermediate or senior engineers with the required professional qualifications	248.0	—	248.0	Ditto	Ditto
	<b>Sub-total:</b>	<b>1,420.5</b>	<b>—</b>	<b>1,420.5</b>		
(iv)	<i>Upgrading the qualification and equipment and recruiting additional engineers for the construction engineering testing and inspection and other services</i>					
(a)	Employ 15 additional engineers with the required professional qualifications	537.30	180.01	357.29	(2) Acquisition of a construction engineering T&I service company in Western Guangdong	1H2026
(b)	Payment of staff cost of the 15 additional engineers	268.6	—	268.6	(1) Capital injection into a company engaged in construction engineering T&I service in Maoming city	1H2026



## LETTER FROM THE BOARD

Business objective	Planned use	Actual use of	Unutilised	Change of business objective (if any)	Expected timeline for utilizing the Unutilised Net Proceeds
	of net proceeds as stated in the Prospectus <i>RMB'000</i>	proceeds from 6 September 2024 to 31 October 2025 <i>RMB'000</i>	Net Proceeds as at 31 October 2025 <i>RMB'000</i>		
(c) Acquire new equipment to upgrade the qualification to conduct static load testing from the maximum test load of 35,000 kN to 50,000 kN	3,444.0	—	3,444.0	Ditto	Ditto
(d) Replace old equipment	2,066.4	—	1,960.4	Ditto	Ditto
(e) Employ 5 additional engineers with the required professional qualifications	310.0	—	106	(1) Capital injection into a company engaged in construction engineering T&I service in Maoming city	1H2026
(f) Employ 15 additional engineers with the required professional qualifications	805.9	—	805.9	Ditto	Ditto
(g) Acquire equipment to enhance our capability in providing testing and inspection services	2,886.1	1,536.32	1,349.78	Ditto	Ditto
(h) Employ 5 additional engineers with the required professional qualifications	310.0	—	310.0	Ditto	Ditto
(i) Employ 10 additional engineers with the required professional qualifications	495.9	—	495.9	Ditto	Ditto
<b>Sub-total:</b>	<b>11,124.3</b>	<b>1,716.33</b>	<b>9,407.87</b>		
<b>Total:</b>	<b>13,728.9</b>	<b>2,298.59</b>	<b>11,430.21</b>		
<b>2. Strengthening the existing market presence in Maoming and expanding the service footprint into the 3rd to 5th tiers cities in Western Guangdong</b>					
(i) Acquire a construction engineering testing and inspection company in Western Guangdong with established customer base	8,265.7	8,265.7	—		

## LETTER FROM THE BOARD

Business objective	Planned use of net proceeds as stated in the Prospectus RMB'000	Actual use of proceeds from 6 September 2024 to 31 October 2025 RMB'000	Unutilised Net Proceeds as at 31 October 2025 RMB'000	Change of business objective (if any)	Expected timeline for utilizing the Unutilised Net Proceeds
(ii) Set up and renovate the new branch office in Zhanjiang City, Guangdong Province	287.2	—	287.2	(1) Capital injection into a company engaged in construction engineering T&I service in Maoming city	1H2026
(iii) Employ 10 additional engineers with the required professional qualifications	413.3	—	413.3	Ditto	Ditto
(iv) Purchase testing equipment for foundation testing services	3,444.0	—	3,444.0	Ditto	Ditto
(v) Purchase two transportation vehicles	826.6	—	826.6	(2) Acquisition of a construction engineering T&I service company in Western Guangdong	1H2026
(vi) Purchase office and electronic equipment	344.4	—	344.4	Ditto	Ditto
(vii) Rental of the new branch office in Zhanjiang City, Guangdong Province	80.6	—	80.6	Ditto	Ditto
(viii) Employ 5 additional engineers with the required professional qualifications	206.6	—	206.6	Ditto	Ditto
<b>Total:</b>	<b>13,868.4</b>	<b>8,265.7</b>	<b>5,602.7</b>		
<b>3. Diversifying the testing and inspection services beyond construction engineering and expanding into areas including food and agricultural, transportation and fire protection</b>					
(i) <i>Expansion into the food and agricultural testing services</i>	165.3	165.3	—		
(ii) <i>Expansion into the transportation construction testing services</i>					
(a) Acquire testing equipment	1,194.8	445.68	529.12	(2) Acquisition of a construction engineering T&I service company in Western Guangdong	1H2026
			220.00	Same objective	2H2026
(b) Employ 6 additional technicians with the required professional qualifications	19.3	19.3	—		

## LETTER FROM THE BOARD

Business objective	Planned use of net proceeds as stated in the Prospectus RMB'000	Actual use of proceeds from 6 September 2024 to 31 October 2025 RMB'000	Unutilised Net Proceeds as at 31 October 2025 RMB'000	Change of business objective (if any)	Expected timeline for utilizing the Unutilised Net Proceeds
(c) Payment of staff cost of the 6 additional technicians	9.6	9.6	—		
(d) Employ 6 additional technicians with the required professional qualifications	28.9	—	28.9	(2) Acquisition of a construction engineering T&I service company in Western Guangdong	1H2026
(e) Employ 6 additional technicians with the required professional qualifications	28.9	—	28.9	(2) Acquisition of a construction engineering T&I service company in Western Guangdong	1H2026
<b>Sub-total:</b>	<b>1,281.5</b>	<b>474.58</b>	<b>806.92</b>		
(iii) <i>Expansion into the fire protection testing and inspection services</i>					
(a) Acquire a fire protection testing and inspection company with 3–5 years of track record and with targeted business scale in Western Guangdong Province	17,220.2	—	7,054.05	(2) Acquisition of a company engaged in construction engineering T&I service in Western Guangdong	1H2026
			10,166.15	(3) Establishment of a company engaged in fire services testing	1H2026
<b>Total:</b>	<b>18,667</b>	<b>639.88</b>	<b>18,027.12</b>		
<b>4. Upgrading the ERP system</b>					
(i) Acquire new ERP system	1,377.6	798.0	579.60	Same objective	1H2026
			417.9	Same objective	1H2026
(ii) Acquire new ERP system	1,377.6	—	99.75	Same objective	1H2026
			99.75	Same objective	2H2026
			760.20	(2) Acquisition of a company engaged in construction engineering T&I service in Western Guangdong	1H2026
<b>Total:</b>	<b>2,755.2</b>	<b>798.0</b>	<b>1,957.2</b>		

## LETTER FROM THE BOARD

Business objective	Planned use of net proceeds as stated in the Prospectus <i>RMB'000</i>	Actual use of proceeds from 6 September 2024 to 31 October 2025 <i>RMB'000</i>	Unutilised Net Proceeds as at 31 October 2025 <i>RMB'000</i>	Change of business objective (if any)	Expected timeline for utilizing the Unutilised Net Proceeds
5. General working capital	936.3	470.61	465.79	Same objective	As originally scheduled
Grand Total:	49,955.9	12,472.78	37,483.02		

### REASONS FOR AND BENEFITS OF THE CHANGE IN USE OF PROCEEDS

As disclosed in the Prospectus, the Group's expansion plan originally contemplated obtaining all nine Specialised Qualification statuses under the Qualification Standards of Construction Engineering Quality Inspection Agencies. As at the Latest Practicable Date, the Company has successfully secured seven of these Specialised Qualifications, including but not limited to the Specialised Qualifications of steel structure.

The Board observed that as the reforms in T&I industry in China deepened and new regulations were implemented at the national and provincial levels in 2025, industry entry barriers and compliance costs is expected to continue to rise, placing smaller institutions at a disadvantage. In order to enhance overall competitiveness, in August 2025, the Company resolved to adopt the strategy of pursuing investments and acquisitions of developed local enterprises to expedite entry into target markets. The Board believes this strategy represents an effective and timely approach to entering into new markets and expanding market presence, and strengthening the Company's overall risk resilience.

To maximize the benefit of the Unutilised Net Proceeds from successfully acquiring the requisite qualifications, the Directors further consider that, rather than concentrating solely on upgrading internal qualifications and equipment, a more effective and expedient strategy is to integrate established companies that already possess the requisite qualifications, professional talent, and market resources. This approach achieves the expansion goals with lower risk and higher efficiency, providing a faster path to growth, and explains the change in the proposed use of proceeds.

## LETTER FROM THE BOARD

With the shift in focus of the Group's expansion plan, the Company has identified and intends to pursue the following strategic initiatives:

		Identified target?	Place of establishment of target company	Year of establishment of target company	Business scope of target company	Reallocation from the Unutilised Proceeds <i>RMB'000</i>	Expected timeline for utilizing the Unutilised Net Proceeds
1.	Capital injection into a construction engineering T&I service company in Maoming City ( <i>Note: the Company has no prior investment in this company</i> )	Yes	Huazhou City	2009	Provision of construction engineering T&I service	13,089.28	1H2026
2.	Acquisition of a construction engineering T&I service company in Western Guangdong	Yes	Gaozhou City	1999	Provision of construction engineering T&I service	10,468.20	1H2026
3.	Establishment of a fire services testing company	Yes	Xinyi City	2025	Provision of fire technical services	10,166.15	1H2026
<b>Total:</b>						<b><u>33,723.63</u></b>	

All of these projects are expected to be undertaken in 2026. Through these initiatives, the Company aims to accelerate its expansion in the T&I industry and broaden its presence in the testing sector of fire services. The Directors are confident that reallocating the use of proceeds to these projects will significantly enhance the Group's long-term growth and development.

The Group will continue to strive to obtain the remaining two Specialised Qualifications (building curtain wall and bridge and underground works). Approximately RMB1,680,900 will be retained to acquire these two Specialised Qualifications and it is expected the Group will be able to obtain these two Specialised Qualifications by the end of 2026.

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## LETTER FROM THE BOARD

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The reasons for each of the reallocation of the Unutilised Use of Proceeds are set out below:

- 1. Expanding the construction engineering testing services to achieve Comprehensive Qualification under the Qualification Standards of Construction Engineering Quality Inspection Agencies and strengthen the existing construction engineering testing and inspection services**

As disclosed in the Prospectus, the original plan to achieve Comprehensive Qualification was formulated based on the Notice on Issuing the Qualification Standards for Construction Project Quality Inspection Institutions (Trial Implementation) issued by the Ministry of Housing and Urban-Rural Development on 31 March 2023. This standard sets out the qualification certificates required for engaging in construction project quality inspection, as well as institutional, personnel and regulatory requirements, forming the initial framework for the Company's post-listing business deployment.

Following the Company's listing in September 2024 and taking into account actual business conditions and evolving market dynamics as disclosed in the section "Reasons for and the Benefits of the Change in Use of Proceeds" above, the Board has prudently refined its approach in August 2025. The plan to obtain all nine Specialised Qualifications has been aligned with operational progress and will be implemented in a staged and incremental manner.

In addition, the Implementation Rules for the Management of Construction Project Quality Inspection in Guangdong Province issued by the Guangdong Provincial Department of Housing and Urban-Rural Development on 28 May 2025 introduced local requirements and updated industry practices. In light of these developments, the Company has optimised its development plan accordingly.

***(i) Acquiring the Specialised Qualification — Steel Structure***

An overly stringent interpretation initially led to the mistaken belief that a significantly higher threshold was necessary to meet the requirements of this steel structure specialized qualification. Upon review of official cases, it was found that the Company's existing team structure satisfied the application criteria, and the Company successfully obtained this qualification in July 2025.

Accordingly, the Unutilised Net Proceeds of RMB251,540 will be reallocated to the acquisition of a company providing construction engineering T&I services in Western Guangdong.

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## LETTER FROM THE BOARD

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***(ii) Acquiring the Specialised Qualification — Building curtain wall***

Following the Company's listing, adjustments have been made to reflect prevailing market conditions, with the acquisition of qualifications to be carried out in phases in line with the Group's actual business development. The Company currently expects to obtain the relevant specialised qualification in the second half of 2026.

***(iii) Acquiring the Specialised Qualification — Bridge and underground works***

Consistent with the reason stated in (ii) above, the acquisition plan for specialised qualifications will be implemented in phases, aligned with the Group's actual business development pace. The Company currently expects to obtain such specialised qualification in the second half of 2026.

Approximately RMB1,680,900 will be retained for the purpose of obtaining the Building Curtain Wall and Bridge and Underground Works Specialised Qualifications. The proceeds will primarily be applied towards (i) supporting the application process for these two qualifications; (ii) procuring the necessary equipment; and (iii) recruiting professional technical personnel holding the requisite practice certifications.

The Board considers that the retained amount is sufficient to cover all potential expenses associated with the application process, including but not limited to official application fees, personnel recruitment costs, equipment procurement and related operational preparations.

The Company is confident that, with the remaining proceeds of approximately RMB1,680,900, it will successfully obtain the two Specialised Qualifications. Upon securing these qualifications, the Company will hold all nine Specialised Qualifications under the comprehensive category, thereby achieving its objective of Comprehensive Qualification recognition.

***(iv) Upgrading the qualification and equipment and recruiting additional engineers for the construction engineering testing and inspection and other services***

*Acquire new equipment to upgrade the qualification to conduct static load testing up to 50,000 kN/Acquire equipment to enhance our capability in providing testing and inspection services:* As business operations progressed, the Company conducted more in-depth testing and optimization of its existing equipment. It was determined that the production accuracy, stability, and efficiency of the current equipment are sufficient to meet the higher qualification standards. Accordingly, the Company adopted an optimization and enhancement plan in place of the original replacement plan.

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## LETTER FROM THE BOARD

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*Replace old equipment:* Through systematic maintenance and servicing of aging equipment, the Company has extended its service life and maintained operating efficiency, thereby maximizing the use of existing assets with minimal additional investment. Approximately RMB106,000 of the Unutilised Net Proceeds is kept for the future replacement of old equipment.

*Employ 50 additional engineers:* Following its listing, the Company established a stronger business and organizational foundation. Building on this, the Company has enhanced its strategy by implementing internal training programs to ensure that key employees could meet the required qualifications, including intermediate and senior professional titles. As a result, it was not necessary to hire 35 additional qualified staff, since the existing team was successfully trained and obtained the necessary qualifications.

Accordingly, approximately RMB357,290 will be reallocated to the acquisition of a construction engineering T&I service company in Western Guangdong, and approximately RMB8,944,780 will be reallocated to the capital injection into a construction engineering T&I service company in Maoming City.

### **2. Strengthening the existing market presence in Maoming and expanding the service footprint into the 3rd to 5th tiers cities in Western Guangdong**

With a view to expanding its existing market presence, the Company has been conducting research in various areas of Western Guangdong including Maoming and Zhanjiang since its listing.

In April 2025, the Company subscribed for 51% of the enlarged registered capital of Maoming Yueshui Engineering Testing and Inspection Co., Ltd.\* (茂名市粤水工程检测有限公司) for a total consideration of RMB9,330,000. Please refer to the announcement of the Company dated 16 April 2025 for details. Approximately RMB8,265,700 of the Actual Net Proceeds were used to settle the consideration of such subscription.

Following the above acquisition and after analyzing the results from on-going research, the Company decided to refine its regional expansion strategy by prioritizing acquisition of high-quality targets in the Maoming area while deferring the original plan of establishing a branch office in Zhanjiang.

The on-going research shows that although both Zhanjiang and Maoming are located in Western Guangdong, the two markets differ significantly in structure. Maoming presents a relatively moderate competitive environment, and with the Company's headquarters based there, the Company is well positioned to establish a leading market presence and generate stable cash flows. By contrast, Zhanjiang offers a larger market capacity and higher-level projects, but



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## LETTER FROM THE BOARD

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competition is more concentrated and intense. As at the Latest Practicable Date, Zhanjiang has 128 T&I service companies to serve 85% customers or projects located in Zhanjiang. As a result, the Company intends to focus on strengthening the market influence in Maoming instead of Zhanjiang in order to maximize the Shareholder's benefit under the recent market condition and industry development.

The construction engineering T&I service company in Western Guangdong to be acquired by the Company is located in Maoming and is a mature enterprise with the necessary qualifications, established customer base, and experienced operating team. Such acquisition will enable the Company to further strengthen its control and service capabilities in the Maoming market. The Company intends to gradually expand its business reach to other cities across Western Guangdong. This acquisition reflects the Company's strategy of consolidating its competitive advantages in its core market while creating a platform for broader regional growth. Accordingly, the Company is concentrating resources on capturing the Maoming opportunity, which offers greater certainty and stronger synergies, in alignment with the Company's best interests.

As such, approximately RMB4,144,500 will be reallocated to the capital injection into a construction engineering T&I service company in Maoming City, and approximately RMB1,458,200 will be reallocated to the acquisition of a construction engineering T&I service company in Western Guangdong.

### **3. Diversifying the testing and inspection services beyond construction engineering and expanding into areas including food and agricultural, transportation and fire protection**

#### ***(ii) Expansion into the transportation construction testing services***

The original plan was to upgrade the Class C qualification of transportation construction testing services to Class B in 2025. However, due to a change in the Company's strategy in August 2025, the application for the qualification upgrade has been postponed to early 2026. The Company is expected to obtain the Class B qualification in 2026.

The postponement of the application is primarily based on a comprehensive assessment of industry conditions and internal resources. As disclosed in the section "Reasons for and the Benefits of the Change in Use of Proceeds" above, industry entry barriers and compliance requirements have undergone significant changes. Market access thresholds have risen significantly due to the tightening of regulatory policies at both the national and provincial levels. In response, the Company has optimized its growth strategy. Further, in August 2025, the Company was concentrating the majority of its technical and human resources to ensure the successful expansion of the scope or specification of the existing qualifications of the Company ("**Qualification Expansion**"). The Qualification Expansion was successfully completed in mid-October 2025.

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## LETTER FROM THE BOARD

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To avoid dispersing resources and to ensure that the Qualification Expansion could progress smoothly, the Company resolved to schedule the application for the transportation construction testing qualification to early 2026.

The Company is commencing the preparation for the transportation construction testing qualification. Preparatory work will focus on talent recruitment, equipment procurement, and the compilation of application materials. Based on the anticipated timeline, the qualification application will be submitted in early 2026. The Company expects to obtain the qualification in 2026 and, leveraging the resource capabilities already established in advance, the Company will promptly launch transportation testing services.

The upgrade process from Class C to Class B primarily involves (i) obtaining personnel certifications and acquiring supplementary equipment in accordance with qualification standards; (ii) preparing and submitting complete application materials; (iii) cooperating with the authorities during document review and any potential on-site evaluation; and (iv) securing approval and the Class B qualification certificate.

The remaining proceeds of RMB220,000 will be applied to purchase the supplementary equipment required for the upgrade. The Company's existing Class C traffic inspection equipment is in good operating condition, and only a few key additions are necessary to meet the technical equipment standards for Class B qualification. The Board considers that the retained amount is sufficient to achieve this objective.

Accordingly, approximately RMB586,920 will be reallocated to the acquisition of a construction engineering T&I service company in Western Guangdong.

***(iii) Expansion into the fire protection testing and inspection services***

Based on in-depth research into the fire services testing market in Western Guangdong conducted by the Company since its listing, the Company found that the region currently lacks acquisition targets with three to five years of track record and of the desired business scale. To seize this market opportunity, the Company has resolved to inject RMB10,166,150 to establish a wholly-owned fire services testing subsidiary and to carry out subsequent work. Directly investing in the new subsidiary avoids acquisition premiums, and during its initial stage of operations, the subsidiary will not incur substantial costs originally planned for integrating an acquired enterprise. As the direct investment amount is lower than the original acquisition budget, the remaining funds will be reallocated to other initiatives aligned with strategic development.

Accordingly, approximately RMB7,054,050 will be reallocated to the acquisition of a company providing construction engineering T&I services in Western Guangdong.

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## LETTER FROM THE BOARD

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### 4. Upgrading the ERP system

The original plan of the Company was to purchase a brand-new system. However, it was discovered in April 2025 that the proposed system would face data compatibility issues with the Company's existing system, preventing effective integration. To ensure seamless system consolidation and smooth data interoperability, the Company has decided to adjust the procurement plan to pursue customized internal development of the system. This system development is expected to have a relatively longer cycle and is expected to last until the end of 2026. As the cost for improving internal system is relatively lower than purchasing a brand-new system, the remaining Unutilised Net Proceeds in the amount of approximately RMB760,200 will be reallocated to the establishment of a joint venture engaged in transportation testing.

The Directors consider that development direction of the Company is still in line with the disclosures in the Prospectus in spite of the changes in use of the Unutilised Net Proceeds as stated above. As at the Latest Practicable Date, the Directors confirm that there is no material change in the nature of business of the Group as set out in the Prospectus. The Directors consider that the above change is in the best interest of the Company and its shareholders as a whole and will not have any material adverse effect on the existing business and operations of the Group.

The Directors will continuously assess the plans for the use of the Unutilised Net Proceeds and may revise or amend such plans where necessary to cope with the changing market conditions and strive for better business performance for the Group.

### PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR

Reference is made to the announcement of the Company dated 31 December 2025 in relation to the resignation of Mr. Chen Guangfu as a non-executive Director. The proposed appointment of Mr. Liu Juemao (“**Mr. Liu**”) as a non-executive Director is subject to the approval by the Shareholders at the EGM. Biographical details of Mr. Liu are set out below:

Mr. Liu Juemao (劉爵茂), aged 36, is currently the Head of the Digital Fiscal Management Department of the Xinyi Municipal Financial Affairs Centre\* (信宜市財政事務中心數位財政管理部部長). Mr. Liu has extensive experience in public finance administration, state-owned capital investment, rural revitalisation and agricultural technology. From October 2023 to July 2025, he served as a cadre of the Xinyi Municipal Financial Affairs Centre\* (信宜市財政事務中心), during which period he concurrently held the positions as a director of Guangdong Xinyi Kaiyuan Co., Ltd.\* (廣東信宜開源股份有限公司) since January 2024; both a director of Xinyi Municipal State-owned Assets Operation Company Limited\* (信宜市國有資產經營有限公司) and Xinyi Xinhui State-owned Capital Investment Group Company Limited\* (信宜市信匯國有資本投資集團有限公司) since February 2024; and the Deputy General Manager of Xinyi Industrial and

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## LETTER FROM THE BOARD

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Industrial Park Investment and Development Company Limited\* (信宜市產業和工業園投資發展有限公司) since April 2025. Since July 2025, he has been promoted to the Head of the Digital Fiscal Management Department of the same centre.

From December 2020 to October 2023, Mr. Liu served as the Deputy Director of the Xinyi City Jindong Town Rural Revitalisation Development Service Centre\* (信宜市金垌鎮鄉村振興發展服務中心副主任), having previously worked as an officer of the same centre from August 2020 to December 2020. Prior to that, from November 2015 to August 2020, he worked as a cadre at the Xinyi City Jindong Town Agricultural Technology Promotion Station\* (信宜市金垌鎮農業技術推廣站).

Earlier in his career, Mr. Liu worked in the private sector, including serving in the Sales Department of Zhongnong Lihua (Guangzhou) Biotechnology Co., Ltd.\* (中農立華(廣州)生物科技有限公司) from August 2014 to April 2015, and in the Technical Department of Taiwan Wuzhou Fertiliser Co., Ltd.\* (台灣五洲肥料股份有限公司) from July 2013 to June 2014. He also spent periods engaged in local community work in Lengshuijing Village, Zhangpo Town, Dongzhen District, Xinyi City\* (信宜市東鎮樟坡冷水經村).

Mr. Liu graduated from South China Agricultural University with a bachelor's degree in Agronomy, majoring in Horticulture in 2013. He holds the professional technical title of Agronomist (農藝師).

Save as disclosed above, as at the Latest Practicable Date, Mr. Liu (i) does not have any other relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company, and has not held any positions in the Company or any of its subsidiaries; (ii) has not held any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) does not have any other major appointments and professional qualifications; (iv) does not have any interest in the shares, underlying shares or debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)); and (v) has not been subject to any penalty imposed by the China Securities Regulatory Commission or other relevant authorities or any punishment imposed by any stock exchange.

Subject to the approval of the Shareholders at the EGM, Mr. Liu will be appointed as a non-executive Director of the Company. Mr. Liu will enter into a service contract with the Company for a term commencing from the date on which his appointment as a non-executive Director is approved by the Shareholders at the EGM and ending upon the expiration of the term of the current session of the Board, subject to the Articles of Association and all applicable laws, regulations and the GEM Listing Rules. Such service contract may be terminated by either party

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## LETTER FROM THE BOARD

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by giving not less than three months' written notice. In accordance with the Articles of Association, Mr. Liu will be eligible for re-election at the end of his term. As a non-executive Director, Mr. Liu will not receive any remuneration from the Company. Save as disclosed above, there are no other matters relating to the appointment of Mr. Liu that need to be brought to the attention of the Shareholders and the Stock Exchange, nor is there any other information which is required to be disclosed pursuant to the requirements of Rules 17.50(2)(h) to 17.50(2)(v) of the GEM Listing Rules.

### 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 No. 1, Xinyi Avenue South, Dingbao Town, Xinyi City, Maoming City, 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 Thursday, 22 January, 2026 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 No. 1, Xinyi Avenue South, Dingbao Town, Xinyi City, Maoming City, 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 Thursday, 22 January, 2026.

For the purpose of determining the entitlement of Shareholders to attend the EGM, the register of members of the Company will be closed from Tuesday, 20 January 2026 to Friday, 23 January 2026 (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 Friday, 23 January 2026 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 Monday, 19 January 2026.

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## LETTER FROM THE BOARD

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### 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, the resolutions 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.

### RECOMMENDATIONS

The Board considers that the resolutions 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 resolutions 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 Syntest 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 Guangdong Syntrust GK Testing and Certification Tech Service Center Co., Ltd. (the “Company”) will be held at 9 a.m. on Friday, 23 January 2026 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 resolutions:

#### **ORDINARY RESOLUTIONS**

1. To approve the change in use of proceeds as set out in the circular of the Company dated 5 January 2026.
2. To consider and, if thought fit, to approve the appointment of Mr. Liu Juemao (劉爵茂) as a non-executive Director of the Company, to hold office until the expiration of the term of the current session of the Board and be eligible for re-election in accordance with the articles of association of the Company, and to approve the service contract to be entered into between the Company and Mr. Liu Juemao in relation to his appointment on the terms as set out in the circular of the Company dated 5 January 2026, and to authorise any one director or the company secretary of the Company to do all such acts and things and execute all such documents as he or she may consider necessary or expedient to give effect to the foregoing.

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, 5 January 2026



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## NOTICE OF EGM

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*Notes:*

1. The resolutions 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 Tuesday, 20 January 2026 to Friday, 23 January 2026 (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 Friday, 23 January 2026 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, 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 Monday, 19 January 2026.
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 No. 1, Xinyi Avenue South, Dingbao Town, 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 Thursday, 22 January 2026.
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 No. 1, Xinyi Avenue South, Dingbao Town, Xinyi City, Maoming City, 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. Thursday, 22 January 2026 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.



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## NOTICE OF EGM

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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 5 January 2025.

*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, 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 notice 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 notice misleading.*

*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)).*