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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 APPOINTMENT OF AUDITOR AND NOTICE OF EXTRAORDINARY GENERAL MEETING

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, 24 December 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-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 Monday, 23 December 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) for at least 7 days from the date of its publication and on the website of the Company (www.xyjiance.cn).

5 December 2024

CHARACTERISTICS OF GEM

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

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

“Audit Committee”	the audit committee established by the Board
“Board”	the board of Directors
“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, 24 December 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-3 of this circular, or any adjournment thereof
“EY”	Ernst & Young, the accounting firm proposed to be appointed as auditor of the Company for the financial year 2024
“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
“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 Auditor”	the proposed appointment of EY as the auditor of the Company

DEFINITIONS

“PwC”	PricewaterhouseCoopers, the auditor of the Company for the financial year 2023 and the reporting accountant of the historical financial information of the Company for each of the years ended 31 December 2021, 2022 and 2023 and the six months ended 30 June 2024 set out in the Company’s prospectus 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

LETTER FROM 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

(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 December 2024

To the Shareholders,

Dear Sir or Madam,

PROPOSED APPOINTMENT OF AUDITOR AND NOTICE OF EXTRAORDINARY GENERAL MEETING

INTRODUCTION

Reference is made to the announcement of the Company dated 29 November 2024 in relation to, among others, the Proposed Appointment of Auditor.

The purpose of this circular is to provide the Shareholders with further information on the Proposed Appointment of Auditor and the notice of the EGM.

LETTER FROM THE BOARD

PROPOSED APPOINTMENT OF AUDITOR

As disclosed in the announcement of the Company dated 29 November 2024, PwC has resigned as the auditor of the Company with effect from 29 November 2024. In the resignation letter of PwC dated 29 November 2024, PwC resigned as auditor of the Company as PwC was informed by the Board that they have decided to propose the appointment of another auditor due to the fact that PwC could not reach a consensus with the Company on the proposed auditor's remuneration for the financial year ending 31 December 2024. PwC has confirmed in writing that there are no matters in relation to its resignation as the auditor of the Company which are needed to be brought to the attention of the Shareholders. The Board and the Audit Committee have confirmed that the Company has no disagreement with PwC and there are no other matters in connection with the resignation of PwC as the auditor of the Company that should be brought to the attention of the Shareholders.

The Board and the Audit Committee have further confirmed that PwC has not commenced any audit work on the consolidated financial statements of the Group for the financial year 2024. It is expected that the change of auditor will not have any material impact on the annual audit of the Group for the financial year 2024.

Upon recommendation of the Audit Committee which has taken into consideration (i) the Company's current business situation and the demand for audit services in the future; and (ii) the requirements under the Guidelines for Effective Audit Committees – Selection, Appointment and Reappointment of Auditors (the “**Guide**”), including but not limited to section 2 of the Guide for evaluating audit quality, issued by the Accounting and Financial Reporting Council, and in accordance with domestic and overseas laws and regulations and the relevant provisions of the articles of association of the Company, the Board, having fulfilled the relevant appointment procedures, has resolved to propose the appointment of EY as the auditor of the Company for the financial year 2024, subject to the approval by the Shareholders at the EGM. It is proposed that EY shall, if appointed, hold office until the conclusion of the next annual general meeting of the Company.

The Audit Committee has assessed EY's eligibility and suitability to act as the auditor of the Company and is of the view that EY is qualified and competent to provide audit services to the Company. The Board is of the view that the Proposed Appointment of Auditor would be in the best interest of the Company and the Shareholders as a whole.

Subject to the authorisation by the Shareholders, the Board or the Audit Committee will be authorised to determine the remuneration of EY.

LETTER FROM THE BOARD

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 Monday, 23 December 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 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 Monday, 23 December 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, 20 December 2024 to Tuesday, 24 December 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, 24 December 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, 19 December 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.

LETTER FROM THE BOARD

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

NOTICE OF EGM



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 Tuesday, 24 December 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:

ORDINARY RESOLUTION

To appoint Ernst & Young as auditor of the Company for the financial year 2024 and authorise the board of directors or the audit committee of the Company to determine the remuneration of the auditor.

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 December 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, 20 December 2024 to Tuesday, 24 December 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, 24 December 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, 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, 19 December 2024.

NOTICE OF EGM

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 Monday, 23 December 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 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. Monday, 23 December 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 5 December 2024.

NOTICE OF EGM

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.

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