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GUANGDONG TANNERY LIMITED

粤海制革有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 01058)

**PROPOSED CHANGE OF COMPANY NAME
AND
THE RELATED PROPOSED AMENDMENTS TO
THE ARTICLES OF ASSOCIATION**

PROPOSED CHANGE OF COMPANY NAME

The Board announces that the Company proposes to change the Chinese name of the Company from “粤海制革有限公司” to “南粤控股有限公司” and to change the English name of the Company from “GUANGDONG TANNERY LIMITED” to “NAMYUE HOLDINGS LIMITED”. The Change of Company Name is subject to the approval by the Shareholders at the EGM by way of a special resolution and the relevant approval by the Companies Registry in Hong Kong.

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

In view of the proposed Change of Company Name, the Company also proposes to amend the Articles of Association to reflect the Change of Company Name by replacing all references to “粤海制革有限公司” with “南粤控股有限公司” and “GUANGDONG TANNERY LIMITED” with “NAMYUE HOLDINGS LIMITED” in the Articles of Association. The proposed Amendments are subject to the passing of a special resolution of the Company at the EGM and shall take effect upon the Change of Company Name becoming effective.

GENERAL

The EGM will be convened for the Shareholders to, among other things, consider and, if thought fit, approve the proposed Change of Company Name and the proposed Amendments. A circular containing, amongst other things, details regarding the proposed Change of Company Name and the proposed Amendments, together with the notice convening the EGM will be despatched to the Shareholders as soon as practicable.

PROPOSED CHANGE OF COMPANY NAME

The board of Directors (the “**Board**”) of Guangdong Tannery Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that the Company proposes to change the Chinese name of the Company from “**粵海制革有限公司**” to “**南粵控股有限公司**” and to change the English name of the Company from “**GUANGDONG TANNERY LIMITED**” to “**NAMYUE HOLDINGS LIMITED**” (such changes shall be hereinafter referred to as the “**Change of Company Name**”).

A special resolution will be proposed at the extraordinary general meeting of the Company (the “**EGM**”) to be convened to, among other things, consider and, if thought fit, approve the Change of Company Name.

CONDITIONS OF THE CHANGE OF COMPANY NAME

The Change of Company Name is subject to satisfaction of the following conditions:

1. passing of the special resolution by the shareholders of the Company (the “**Shareholders**”) at the EGM approving the Change of Company Name; and
2. approval of the Change of Company Name by the Companies Registry in Hong Kong.

Subject to the satisfaction of the conditions set out above, the Change of Company Name will take effect from the date on which the certificate of change of name is issued by the Registrar of Companies in Hong Kong. The Company will carry out the necessary filing procedures with the Companies Registry in Hong Kong.

REASONS FOR THE CHANGE OF COMPANY NAME

As disclosed in the announcement of the Company dated 29 September 2021, 南粵（集團）有限公司 (Nam Yue (Group) Company Limited*) (a wholly-owned subsidiary of 廣東南粵集團有限公司 (Guangdong Nam Yue Group Corporation Limited*, a state-owned enterprise established in the People’s Republic of China)) holds 52% of the total number of ordinary shares issued by the Company and is the controlling shareholder of the Company. The Board believes that the proposed new Chinese and English names of the Company will align the Company with and capitalise on the business goodwill under the reputable brand name of “**南粵 NAM YUE**” in the Greater Bay Area. Therefore, the Board believes that the proposed new Chinese and English names of the Company is beneficial to the future business development of the Group and is in the best interests of the Company and its Shareholders as a whole.

EFFECTS OF THE CHANGE OF COMPANY NAME

The Change of Company Name will not affect any rights of the existing holders of shares in the Company (the “**Shares**”) or the Company’s daily business operation and its financial position. All the existing share certificates of the Company in issue bearing the existing name of the Company will, upon the Change of Company Name becoming effective, continue to be evidence of title to such Shares and will continue to be valid for trading, settlement, registration and delivery of such Shares. There will not be any arrangement for free exchange of the existing share certificates of the Company for new share certificates printed in the new Chinese and English names of the Company. After the

Change of Company Name becoming effective, all new share certificates will only be issued in the new Chinese and English names of the Company.

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

In view of the proposed Change of Company Name, the Company also proposes to amend (such amendments shall be referred to as the “**Amendments**”) the articles of association of the Company (the “**Articles of Association**”) to reflect the Change of Company Name by replacing all references to “**粤海制革有限公司**” with “**南粤控股有限公司**” and “**GUANGDONG TANNERY LIMITED**” with “**NAMYUE HOLDINGS LIMITED**” in the Articles of Association. The proposed Amendments are subject to the passing of a special resolution of the Company at the EGM and shall take effect upon the Change of Company Name becoming effective.

GENERAL

The EGM will be convened and held for the Shareholders to, among other things, consider and, if thought fit, approve the proposed Change of Company Name and the proposed Amendments. A circular containing, among other things, details of the proposed Change of Company Name and the proposed Amendments, together with the notice convening the EGM and the related proxy form will be despatched to the Shareholders as soon as practicable.

The Company will make further announcement(s) to inform the Shareholders of the results of the EGM, the effective date of the proposed Change of Company Name when appropriate.

** In this announcement, the English name of the PRC entity marked with an asterisk (*) is translation of its Chinese name, and is included herein for identification purposes only. In the event of any inconsistency, the Chinese name shall prevail.*

By Order of the Board
Zhou Hao
Chairman

Hong Kong, 3 January 2022

As at the date of this announcement, the board of Directors of the Company comprises two executive Directors, namely, Mr. Zhou Hao and Mr. Sun Jun; two non-executive Directors, namely, Mr. Huang Junfeng and Mr. Kuang Hu; and three independent non-executive Directors, namely Mr. Yeung Man Lee, Mr. Leung Luen Cheong and Mr. Yang Ge.