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粵海廣南(集團)有限公司

GDH GUANGNAN (HOLDINGS) LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock code: 01203)

CHANGE OF EXECUTIVE DIRECTOR AND GENERAL MANAGER

The Board announces that Mr. He Jinzhou has tendered his resignation as an Executive Director and the General Manager of the Company; and Mr. Yang Zhe has been appointed as an Executive Director and the General Manager of the Company, both with effect from 1 July 2022.

Resignation of Executive Director and General Manager

The board (the “Board”) of directors (the “Director(s)”) of GDH Guangnan (Holdings) Limited (the “Company”, together with its subsidiaries, the “Group”) announces that Mr. He Jinzhou (“Mr. He”) has tendered his resignation as an Executive Director and the General Manager of the Company with effect from 1 July 2022 due to transfer to the other position of a fellow subsidiary of the Company.

Mr. He confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its sincere gratitude and appreciation to Mr. He for his valuable contributions to the Company during his tenure of office.

Appointment of Executive Director and General Manager

The Board also announces that Mr. Yang Zhe (“Mr. Yang”) has been appointed as an Executive Director and the General Manager of the Company with effect from 1 July 2022.

Mr. Yang, aged 38, graduated from the Lancaster University in United Kingdom and holds a Bachelor’s degree in Mass Media and obtained a Master degree in Administration from the School of Public Administration of South China University of Technology. Mr. Yang served as a senior expert and deputy general manager of the strategic development department of Guangdong Holdings Limited, the ultimate controlling shareholder of the Company and GDH Limited, the immediate controlling shareholder of the Company, from December 2021 to June 2022; he served as the head of the audit department of Guangdong Province Guangqing Holding Group Co., Ltd. from October 2016 to December 2021; and worked for Guangdong Airport Authority from December 2013 to October 2016.

As at the date of this announcement, Mr. Yang has confirmed that save as disclosed above, he (i) does not have any relationship with any Director, senior management, or substantial or controlling shareholder (as defined in the Rules Governing the Listing of Securities (the “Listing Rules”) on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”)) of the Company; (ii) does not have, and is not deemed to have, any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) does not hold any other directorship in the last three years in public companies, the securities of which are listed on any securities market in Hong Kong or overseas; and (iv) does not hold any other positions in the Group. Pursuant to the appointment letter entered into by the Company and Mr. Yang, Mr. Yang is not appointed for any specific or proposed term of service, but is subject to retirement by rotation and re-election (if applicable) at an annual general meeting at least once every three years in accordance with the Articles of Association of the Company and the Corporate Governance Code set out in Appendix 14 to the Listing Rules. The remuneration package of Mr. Yang comprises basic salary, allowances, benefits in kind and pension scheme contributions amounting to approximately RMB779,747 (equivalent to approximately HK\$918,776) per annum, with a discretionary bonus pegged to performance, which is determined by the Compensation Committee and the Board and is subject to annual review with reference to the prevailing market condition, his duties and responsibilities in and the time he spent on the affairs of the Company. Save as disclosed above, there is no other information in relation to the appointment of Mr. Yang as a Director to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules, and there is no other matter that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its welcome to Mr. Yang for joining the Board.

For the purpose of this announcement, unless otherwise indicated, the exchange rate of RMB1.00=HK\$1.1783 has been used, where applicable, for purpose of illustration only and it does not constitute any representation that any amount has been, could have been or may be exchanged at that rate or at any other rate.

By Order of the Board
Chen Benguang
Chairman

Hong Kong, 29 June 2022

As at the date of this announcement, the Board is composed of three Executive Directors, namely Mr. Chen Benguang, Mr. He Jinzhou and Mr. Chau Wang Kei; one Non-Executive Director, namely Mr. Wang Longhai; and three Independent Non-Executive Directors, namely Mr. Gerard Joseph McMahon, Mr. Li Kar Keung, Caspar and Dr. Wong Yau Kar, David.