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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)

**Committed Term Loan Facility
in the Principal Amount of HK\$350 million
and
Disclosure Pursuant to Rule 13.18 of the Listing Rules**

This announcement is made by GDH Guangnan (Holdings) Limited (the “Company”) pursuant to Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

The board (the “Board”) of directors (the “Director(s)”) of the Company announces that on 4 July 2022, the Company accept a facility letter (the “Facility Letter”) issued by a bank whereby a 360-day committed term loan facility in the principal amount of HK\$350 million (the “Facility”) would be made available by the bank to the Company subject to the terms and conditions of the Facility Letter.

Pursuant to the Facility Letter, the Company undertakes to the bank that it shall:

- (i) remain ultimately majority-owned (directly and/or indirectly) by 廣東粵海控股集團有限公司 (Guangdong Holdings Limited) (“Guangdong Holdings”); and
- (ii) remain majority-owned (directly and/or indirectly) by GDH Limited (“GDH”).

If the Company fails to perform and observe any of its obligations under the Facility Letter, the bank may by notice in writing to the Company declare that:

- (i) the Facility to be cancelled, whereupon it shall be cancelled; and/or
- (ii) the Facility and all interest and fees and commissions accrued and all other sums payable pursuant to the Facility Letter have become immediately due and payable, whereupon they shall become immediately due and payable and the Company shall immediately pay them to the bank; and

- (iii) the Company shall indemnify the bank against any reasonable funding or other cost, direct losses and expenses or liability sustained or incurred by the bank.

At the date of this announcement, GDH, the immediate controlling shareholder of the Company, directly holds approximately 59.19% of the total number of shares of the Company in issue; and Guangdong Holdings, the ultimate controlling shareholder of the Company, indirectly holds approximately 59.19% of the total number of shares of the Company in issue.

The Company will make continuing disclosure in its subsequent interim and annual reports for so long as the above obligations continue to exist pursuant to the requirements of Rule 13.21 of the Listing Rules.

In this announcement, the English name of the PRC entity is a translation of its Chinese name and is included herein for identification purpose only. In the event of any inconsistency, the Chinese name shall prevail.

By Order of the Board
Chen Benguang
Chairman

Hong Kong, 4 July 2022

As at the date of this announcement, the Board is composed of three executive Directors, namely Mr. Chen Benguang, Mr. Yang Zhe 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.