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**Guru Online (Holdings) Limited**  
**超凡網絡(控股)有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8121)**

**PROPOSED CHANGE OF COMPANY NAME**

The board (the “**Board**”) of directors (the “**Directors**”) of Guru Online (Holdings) Limited (the “**Company**”) proposes to change the English name of the Company from “Guru Online (Holdings) Limited” to “Guoen Holdings Limited” and to change the dual foreign name in Chinese of the Company from “超凡網絡(控股)有限公司” to “國恩控股有限公司” (the “**Proposed Change of Company Name**”).

**CONDITIONS OF PROPOSED CHANGE OF COMPANY NAME**

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

- (i) the passing of a special resolution by the shareholders of the Company (the “**Shareholders**”) at an extraordinary general meeting of the Company (the “**EGM**”) approving the Proposed Change of Company Name; and
- (ii) the Registrar of Companies in the Cayman Islands approving the Proposed Change of Company Name by issuing a certificate of incorporation on change of name (the “**Cayman Registration**”).

Subject to the satisfaction of the conditions set out above, the Proposed Change of Company Name will take effect from the date on which the Cayman Registration is completed. Upon receiving the requisite approval from the Registrar of Companies in the Cayman Islands, the Company will then carry out the necessary filing procedures with the Companies Registry in Hong Kong thereafter.

**REASONS FOR THE PROPOSED CHANGE OF COMPANY NAME**

The Board considers that the Proposed Change of Company Name will provide a new corporate identity and image of the Company to the market and the general public which can be beneficial to the Company’s future business development.

The Board is therefore of the view that the Proposed Change of Company Name is in the best interests of the Company and the Shareholders as a whole.

## **EFFECTS OF THE PROPOSED CHANGE OF COMPANY NAME**

The Proposed Change of Company Name will not affect any rights of the Shareholders or the daily business operation of the Company and its financial position. All existing share certificates of the Company in issue bearing the present name of the Company will, upon the Proposed 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 purposes. Accordingly, there will not be any arrangement for exchange of the existing share certificates for new share certificates under the new name of the Company. Upon the Proposed Change of Company Name becoming effective, all new share certificates will only be issued in the new English and Chinese names of the Company. Subject to the confirmation of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), the English and Chinese stock short names of the Company for trading in the shares of the Company on the Stock Exchange will also be changed after the Proposed Change of Company Name becomes effective.

## **GENERAL**

A special resolution will be proposed at the EGM for the Shareholders to consider and, if thought fit, approve the Proposed Change of Company Name. A circular containing, among other matters, (i) further information in relation to the Proposed Change of Company Name; and (ii) a notice convening the EGM and a form of proxy, will be despatched to the Shareholders as soon as practicable. Further announcement(s) will be made as and when appropriate in relation to, among other things, the poll results of the EGM, the effective date of the Proposed Change of Company Name, the new English and Chinese stock short names for trading in the shares of the Company on the Stock Exchange, and the new logo of the Company (if any) as and when appropriate.

By Order of the Board  
**Guru Online (Holdings) Limited**  
**Yip Shek Lun**

*Chairman of the Board, Chief Executive Officer and Executive Director*

Hong Kong, 13 March 2023

*As at the date of this announcement, the executive Directors are Mr. Yip Shek Lun, Mr. Ng Chi Fung, Mr. Yin Di and Ms. Wan Wai Ting; and the independent non-executive Directors are Mr. Tso Ping Cheong, Brian, Mr. David Tsoi and Mr. Hong Ming Sang.*

*This announcement, 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, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and (ii) there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) on the "Latest Listed Company Information" page for at least 7 days from the date of its publication. This announcement will also be published on the Company's website at [www.guruonline.com.hk](http://www.guruonline.com.hk).*