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ZONBONG LANDSCAPE Environmental Limited

中邦园林环境股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1855)

**(1) PROPOSED CHANGE OF COMPANY NAME
AND**

**(2) PROPOSED AMENDMENTS TO THE MEMORANDUM AND
ARTICLES OF ASSOCIATION OF THE COMPANY AND
ADOPTION OF FURTHER AMENDED MEMORANDUM AND
ARTICLES**

PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from “ZONBONG LANDSCAPE Environmental Limited” to “ZONQING Environmental Limited”, and the dual foreign name of the Company in Chinese from “中邦园林环境股份有限公司” to “中庆环境股份有限公司”.

**PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF
ASSOCIATION OF THE COMPANY AND ADOPTION OF FURTHER
AMENDED MEMORANDUM AND ARTICLES**

The Board proposes to make certain amendments to the amended and restated memorandum and articles of association of the Company, and to adopt the Further Amended Memorandum and Articles, primarily to (i) reflect the Change of Company Name, and (ii) reflect the amendments to Appendix 3 to the Listing Rules which became effective on 1 January 2022, and to conform to the Core Shareholder Protection Standards.

GENERAL

The EGM will be convened and held for the Shareholders to consider, and if thought fit, approve (i) the Change of Company Name; and (ii) Amendments to the Articles and the adoption of the Further Amended Memorandum and Articles. A circular containing, among other matters, information in relation to the Change of Company Name and Amendments to the Articles and a notice convening the EGM will be despatched to the Shareholders in due course.

PROPOSED CHANGE OF COMPANY NAME

The board (the “**Board**”) of directors (the “**Directors**”) of ZONBONG LANDSCAPE Environmental Limited (the “**Company**”) proposes to change the English name of the Company from “ZONBONG LANDSCAPE Environmental Limited” to “ZONQING Environmental Limited” and the dual foreign name of the Company in Chinese from “中邦园林环境股份有限公司” to “中庆环境股份有限公司” (the “**Change of Company Name**”). The English and Chinese stock short names of the Company will also be changed accordingly.

Conditions of the Change of Company Name

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

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

Subject to the satisfaction of the above conditions, the Change of Company Name will take effect from the date on which the Registrar enters the new English name and the new dual foreign name in Chinese of the Company in the Register of Companies in the Cayman Islands in place of the existing names, and issues a certificate of incorporation on change of name. The Company will also carry out all necessary filing procedures in Hong Kong upon the Change of Company Name becoming effective.

Reasons for the Change of Company Name

The Board considers that the Change of Company Name will enhance the corporate brand and image of the Company which will benefit the Company’s future business development. Therefore, the Board considers that the Change of Company Name is in the interests of the Company and the Shareholders as a whole.

Effects of the Change of Company Name

The Change of Company Name will not affect any rights of the holders of securities of the Company. The certificates of securities in issue bearing the present name of the Company will, after the Change of Company Name becoming effective, continue to be evidence of title to such securities, and continue to be valid for trading, settlement, registration and delivery purposes. There will not be any arrangement for exchange of the existing certificates of securities for new certificates of securities bearing the new name of the Company. Once the Change of Company Name becomes effective, new certificates of securities will be issued in the new name of the Company.

In addition, subject to the confirmation from The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), the English and Chinese stock short names of the Company for trading of its securities on the Stock Exchange will be changed after the Change of Company Name becoming effective. The Company also intends to adopt a new company logo and change its company website afterwards.

PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY AND ADOPTION OF FURTHER AMENDED MEMORANDUM AND ARTICLES

The Board proposes to make certain amendments to the amended and restated memorandum and articles of association of the Company (the “**Amendments to the Articles**”), and to adopt a second amended and restated memorandum and articles association (the “**Further Amended Memorandum and Articles**”), primarily to (i) reflect the Change of Company Name, and (ii) reflect the amendments to Appendix 3 to the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) regarding the core shareholder protection standards (the “**Core Shareholder Protection Standards**”), which became effective on 1 January 2022, and to conform to the Core Shareholder Protection Standards.

The Amendments to the Articles and the adoption of the Further Amended Memorandum and Articles are subject to the Shareholders’ approval at the EGM by way of a special resolution. Details relating of the Amendments to the Articles will be set out in the circular to be despatched to the Shareholders.

GENERAL

Special resolutions will be proposed at the EGM for the Shareholders to consider and, if thought fit, approve (i) the Change of Company Name; and (ii) the Amendments to the Articles and the adoption of the Further Amended Memorandum and Articles. A circular containing, among other matters, information in relation to the Change of Company Name and the Amendments to the Articles and a notice convening the EGM will be despatched to the Shareholders in due course.

Further announcement(s) will be made by the Company to inform the Shareholders of the results of the EGM, the effective date of the Change of Company Name, the Amendments to the Articles and the adoption of the Further Amended Memorandum and Articles, the new stock short names of the Company for trading of its securities on the Stock Exchange, and where appropriate, the new company logo and the company website.

By order of the Board
ZONBONG LANDSCAPE Environmental Limited
Liu Haitao
Vice-chairman and executive Director

Hong Kong, 24 October 2022

As at the date of this announcement, the Board of the Company comprises Mr. Liu Haitao as vice-chairman and executive Director, Mr. Wang Xudong and Ms. Wang Yan as executive Directors, Mr. Sun Juqing as chairman and non-executive Director, Ms. Lyu Hongyan and Mr. Shao Zhanguang as non-executive Directors, and Mr. Gao Xiangnong, Mr. Yin Jun and Mr. Lee Kwok Tung Louis as independent non-executive Directors.