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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\$100 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 21 November 2022, the Company entered into a facility letter (the “**Facility Letter**”) issued by a bank whereby a HK\$100,000,000 committed term loan facility (the “**Facility**”) for a term of 360 days 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 procure that there is no change to the beneficial shareholdings in, or control of and that it will:

- (i) remain an ultimately, with majority shareholdings, whether directly or indirectly, owned by 廣東粵海控股集團有限公司 (Guangdong Holdings Limited) (“**Guangdong Holdings**”);
- (ii) remain with majority shareholdings, whether directly or indirectly, owned by GDH Limited (“**GDH**”); and
- (iii) maintain its listing status in the Main Board of The Stock Exchange of Hong Kong Limited.

The Company’s obligations under the Facility Letter shall become immediately due and payable when the bank makes a demand on the happening of, among other things, the Company’s failure to keep or perform any of the terms of the Facility Letter.

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
GDH Guangnan (Holdings) Limited
Chen Benguang
Chairman

Hong Kong, 21 November 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.