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Kerry Logistics
Network Limited
嘉里物流聯網有限公司

(Incorporated in the British Virgin Islands and continued into Bermuda
as an exempted company with limited liability)

Stock Code 636

PROPOSED CHANGE OF COMPANY NAME AND PROPOSED ALTERATION TO MEMORANDUM OF CONTINUANCE AND AMENDMENTS TO BYE-LAWS

PROPOSED CHANGE OF COMPANY NAME

The board (the “**Board**”) of directors (the “**Directors**”) of Kerry Logistics Network Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) proposes to change the English name of the Company from “Kerry Logistics Network Limited” to “KLN Logistics Group Limited” and cease the use of the Chinese name of the Company “嘉里物流聯網有限公司” (the “**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 a special general meeting of the Company (the “**SGM**”) to approve the Proposed Change of Company Name; and (ii) the Registrar of Companies in Bermuda to approve the Proposed Change of Company Name.

PROPOSED ALTERATION TO MEMORANDUM OF CONTINUANCE AND AMENDMENTS TO BYE-LAWS

The Board further proposes to alter the existing memorandum of continuance of the Company (the “**Memorandum**”) and amend the existing bye-laws of the Company (the “**Bye-laws**”) to (i) reflect the Proposed Change of Company Name and (ii) provide the Company with flexibility to hold treasury shares (the “**Proposed Amendments**”).

GENERAL

The Company will convene and hold a SGM for the Shareholders to consider and, if thought fit, approve special resolutions with regard to (i) the Proposed Change of Company Name; and (ii) the Proposed Amendments and the proposed adoption of the amended and restated memorandum of continuance of the Company (the “**New Memorandum**”) and the proposed adoption of the amended and restated bye-laws of the Company (the “**Amended and Restated Bye-laws**”). A circular containing, among other things, further details of (i) the Proposed Change of Company Name, and (ii) the Proposed Amendments and the proposed adoption of the New Memorandum

and the Amended and Restated Bye-laws, together with a notice convening the SGM and the related form of proxy, will be despatched to the Shareholders and published on the websites of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) respectively in due course.

PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from “Kerry Logistics Network Limited” to “KLN Logistics Group Limited” and cease the use of the Chinese name of the Company “嘉里物流聯網有限公司”.

CONDITIONS OF THE 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 at the SGM to approve the Proposed Change of Company Name; and
- (ii) the Registrar of Companies in Bermuda to approve the Proposed Change of Company Name.

Subject to the satisfaction of the conditions set out above, the Proposed Change of Company Name will take effect on the date that the Registrar of Companies in Bermuda enters the new English name of the Company on the register maintained to replace the previous name as set out in the certificate of incorporation on change of name. The Company will carry out the necessary registration and/or filing procedures with the Registrar of Companies in Bermuda and the Companies Registry in Hong Kong thereafter.

REASONS FOR THE PROPOSED CHANGE OF COMPANY NAME

The Group has been operating as a leading logistics service provider in Asia engaged in the integrated logistics and international freight forwarding businesses since its spin-off from Kerry Properties Limited (“KPL”) and separate listing in 2013. Following its deconsolidation from KPL in 2021 as a result of the completion of a partial offer made by S.F. Holding Co., Ltd. (through its wholly-owned subsidiary), the Group has been actively building a distinct brand identity and culture as it transitions the change in ownership. It has more widely adopted the “KLN” brand in preference to the “Kerry” name in recent years, in efforts to move away from the use of and delineate itself from the “Kerry” name. The Board believes that “KLN” is now an established household name which customers of the Group have grown accustomed to. The rebranding exercise presents a valuable opportunity for the Company to further establish a more unified and differentiated corporate identity and reinforce its own unique strategic positioning and value proposition to the customers. The Board considers that the rebranding exercise to phase out the use of certain existing Kerry licensed trademarks and “KERRY” as part of the company name, trade name, internet domain names and social media handles, facilitated by the transitional period up to 30 June 2025, will not have any material adverse impact on the business, operation or financial position of the Group. Rather, it represents an exciting opportunity to strengthen the Company’s corporate identity and better serve the interests of its Shareholders. Therefore, the Board believes that the Proposed Change of Company Name is in the best interest 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 Company’s daily operations or its financial condition.

All existing issued shares of the Company bearing present name of the Company will continue to be effective and valid evidence of legal title to the shares of the Company (the “**Shares**”) upon the effectiveness of the Proposed Change of Company Name, and will continue to be valid for trading, settlement, registration, and delivery purposes. Accordingly, there will not be any arrangement of the Company for free exchange of the existing share certificates of the Company for new share certificates bearing the new name of the Company due to the Proposed Change of Company Name. Upon the effectiveness of the Proposed Change of Company Name, all newly issued shares of the Company will be issued under the Company’s new English name.

In addition, subject to the confirmation by the Stock Exchange, the English stock short name of the Company for the Shares trading in the securities on the Stock Exchange will be changed from “KERRY LOG NET” to “KLN” and the Chinese stock short name of the Company “嘉里物流” will be removed upon the effectiveness of the Proposed Change of Company Name (the “**Proposed Change of Stock Short Name**”). The stock code of the Company will remain unchanged as “636”.

PROPOSED ALTERATION TO MEMORANDUM AND AMENDMENTS TO BYE-LAWS

The Board further proposes to alter the Memorandum and amend the Bye-laws to (i) reflect the Proposed Change of Company Name and (ii) provide the Company with flexibility to hold treasury shares, in view of the amendments to The Rules Governing the Listing of Securities on the Stock Exchange relating to treasury shares which came into effect on 11 June 2024. The Directors consider that such amendments would provide greater flexibility to the Company in repurchasing and reselling Shares, thereby allowing the Company an additional channel to manage its capital structure. In this regard, the Memorandum and the Bye-laws currently do not authorise the Company to hold any Shares purchased or acquired by the Company as treasury shares. Therefore, any Shares purchased or acquired by the Company shall have to be cancelled.

Accordingly, the Board proposes to put forward special resolutions at the SGM for the Shareholders’ approval to the Proposed Amendments and the proposed adoption of the New Memorandum and the Amended and Restated Bye-laws. The New Memorandum and the Amended and Restated Bye-laws will take effect upon the passing of special resolutions approving the alteration to the Memorandum and the amendments to the Bye-laws by the Shareholders at the SGM and the Proposed Change of Company Name having become effective.

GENERAL

The Company will convene and hold a SGM for the Shareholders to consider and, if thought fit, approve special resolutions with regard to (i) the Proposed Change of Company Name; and (ii) the Proposed Amendments and the proposed adoption of the New Memorandum and the Amended and Restated Bye-laws. A circular containing, among other things, further details of (i) the Proposed Change of Company Name, and (ii) the Proposed Amendments and the proposed adoption of the New Memorandum and the Amended and Restated Bye-laws, together with a notice convening the SGM and the related form of proxy, will be despatched to the Shareholders and published on the websites of the Company and the Stock Exchange respectively in due course.

To the best of the Directors’ knowledge, information, and belief having made all reasonable enquiries, no Shareholder has a material interest in the Proposed Change of Company Name and the Proposed Amendments, and therefore, no Shareholder is required to abstain from voting at the SGM.

The Company will publish separate announcements in due course regarding the voting results of the SGM, the effective dates of the Proposed Change of Company Name, the Proposed Change of Stock Short Name for the Shares trading in the securities on the Stock Exchange, the adoption of the New Memorandum and the Amended and Restated Bye-laws, and other related changes.

By Order of the Board
Kerry Logistics Network Limited
LEE Pui Nee
Company Secretary

Hong Kong, 3 March 2025

As at the date of this announcement, the Directors of the Company are:

Chairman, Non-executive Director:
Mr WANG Wei

Vice Chairman, Non-executive Director:
Mr KUOK Khoo Hua

Executive Directors:
Mr CHEUNG Ping Chuen Vicky, Mr CHENG Chi Wai and Mr HO Chit

Non-executive Directors:
Ms CHEN Keren and Ms OOI Bee Ti

Independent Non-executive Directors:
Dr CHEUNG Wai Man, Mr LAI Sau Cheong Simon, Mr TAN Chuen Yan Paul and Ms WONG Yu Pok Marina

This announcement is published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.kln.com).