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東京中央拍賣控股有限公司
TOKYO CHUO AUCTION HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock code: 1939)

(1) PROPOSED CHANGE OF COMPANY NAME; AND (2) PROPOSED AMENDMENTS TO THE ARTICLES AND ADOPTION OF THE NEW ARTICLES

PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from "Tokyo Chuo Auction Holdings Limited" to "Shangshan Gold International Holdings Limited", and its Chinese name from "東京中央拍賣控股有限公司" to "上善黃金國際控股有限公司".

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

(i) the passing of a special resolution by the Shareholders at the AGM to approve the Proposed Change of Company Name; and

(ii) the Companies Registry in Hong Kong approving the Proposed Change of Company Name by issuing a certificate of change of name.

PROPOSED AMENDMENTS TO THE ARTICLES AND ADOPTION OF THE NEW ARTICLES

The Board proposes to put forward to the Shareholders for approval at the AGM a special resolution to approve the Proposed Amendments and to adopt the New Articles in the form to be tabled at the AGM in substitution for, and to the exclusion of, the Existing Articles.

A circular containing, among other things, further details of the Proposed Change of Company Name, the Proposed Amendments and the adoption of the New Articles, together with a notice convening the AGM will be despatched to the Shareholders as soon as practicable.

The board (the "**Board**") of directors (the "**Directors**") of Tokyo Chuo Auction Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") proposes to change the English name of the Company from "Tokyo Chuo Auction Holdings Limited" to "Shangshan Gold International Holdings Limited", and its Chinese name from "東京中央拍賣控股有限公司" to "上善黃金國際控股有限公司" (together, the "**Proposed Change of Company Name**").

Conditions of the Proposed Change of Company Name

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

(i) the passing of a special resolution by the shareholders (the "**Shareholders**") of the Company at the annual general meeting (the "**AGM**") of the Company to approve the Proposed Change of Company Name; and

(ii) the Companies Registry in Hong Kong approving the Proposed Change of Company Name by issuing a certificate of change of name.

Subject to the satisfaction of the above conditions, the Proposed Change of Company Name will take effect from the date of issuance of the certificate of change of name by the Companies Registry in Hong Kong.

Reasons for the Proposed Change of Company Name

The Board considers that the Proposed Change of Company Name will provide the Company with a new corporate image which will benefit the Company's future business development. Therefore, the Board considers 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 Company's daily business operation and its financial position.

All the existing share certificates of the Company in issue bearing the present name of the Company shall, after the Proposed Change of Company Name has become effective, continue to be evidence of title to such shares (the "**Shares**") of the Company and the existing share certificates will continue to be valid for trading, settlement, registration and delivery purposes.

There will not be any arrangement for exchange of the existing share certificates of the Company for new share certificates bearing the new name of the Company. Once the Proposed Change of Company Name has become effective, share certificates of the Company will only be issued in the new name of the Company and the Shares will be traded on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") under the new name of the Company.

In addition, subject to the confirmation by the Stock Exchange, the English and the Chinese stock short names of the Company for trading in its securities on the Stock Exchange will also be changed after the Proposed Change of Company Name has become effective. Subject to the Proposed Change of Company Name becoming effective, the Company will also change its company website and logo afterwards.

PROPOSED AMENDMENTS TO THE ARTICLES AND ADOPTION OF THE NEW ARTICLES

The Board also proposes to adopt a new set of articles of association (the "**New Articles**") of the Company for the purpose of (i) bringing the articles of association (the "**Articles**") of the Company in conformity with the recent amendments to The Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**") in relation to the further expansion of the paperless listing regime; (ii) aligning with the recently amended Companies Ordinance (Chapter 622 of the laws of Hong Kong) in relation to the implementation of the treasury shares regime for Hong Kong incorporated listed companies and the promotion of paperless corporate communications; (iii) provide flexibility to the Company by allowing general meetings to be held as hybrid or electronic meetings; (iv) incorporating other housekeeping amendments in the existing Articles (the "**Existing Articles**"); and (v) bring the Articles in line with other requirements of the Listing Rules and applicable laws of Hong Kong (collectively, the "**Proposed Amendments**").

In view of the number of amendments proposed to be made to the Existing Articles, the Board proposes that the New Articles, incorporated with all the Proposed Amendments to the Existing Articles, be adopted in substitution for and to the exclusion of the Existing Articles. Subject to the approval of the Shareholders by way of a special resolution at the AGM, the New Articles will take effect subject to the Proposed Change of Company Name becoming effective and with effect from the date of issue of the certificate of change of name by the Companies Registry in Hong Kong.

GENERAL

Special resolutions will be proposed at the AGM for the Shareholders to consider and, if thought fit, approve the Proposed Change of Company Name and the Proposed Amendments to the Existing Articles and the adoption of the New Articles. A circular containing, among other things, further details of the Proposed Change of Company Name, the Proposed Amendments to the Existing Articles and the adoption of the New Articles, together with a notice convening the AGM will be despatched to the Shareholders as soon as practicable.

By order of the Board of
Tokyo Chuo Auction Holdings Limited
Mr. Huang Shikun
Chairman

Hong Kong, 4 July 2025

As at the date of this announcement, the executive Directors are Mr. Huang Shikun, Mr. Huang Shifeng, Ms. Qian Yuanyuan and Mr. Tong Jun; the non-executive Directors are Mr. Li Jiefeng and Mr. Zheng Haoran; and the independent non-executive Directors are Professor He Jia, Professor Hu Zuohao and Mr. Leung Ting Yuk.