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VIVA CHINA HOLDINGS LIMITED
非凡中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8032)

PROPOSED CHANGE OF COMPANY NAME
AND
ADOPTION OF AMENDED AND RESTATED MEMORANDUM AND
ARTICLES OF ASSOCIATION

PROPOSED CHANGE OF COMPANY NAME

The board (the “**Board**”) of directors (the “**Director(s)**”) of Viva China Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) proposes to change the English name of the Company from “Viva China Holdings Limited” to “Viva Goods Company Limited” and the dual foreign name in Chinese of the Company from “非凡中國控股有限公司” to “非凡領越有限公司” (the “**Proposed Change of Company Name**”).

CONDITIONS OF THE PROPOSED CHANGE OF COMPANY NAME

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

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

Subject to the satisfaction of the above conditions, the Proposed Change of Company Name will take effect from the date on which the Registrar of Companies in the Cayman Islands enters the new English name and dual foreign name in Chinese of the Company on the register of companies in place of the former English name and dual foreign name in Chinese of the Company and issue a certificate of incorporation on change of name. The Company will then carry out all necessary filing procedures with the Companies Registry in Hong Kong regarding the Proposed Change of Company Name.

REASONS FOR THE PROPOSED CHANGE OF COMPANY NAME

The Group is principally engaged in (i) design and development, branding and sales of multi-brand sports and lifestyle apparel and footwear (the “**Consumables Business**”); and (ii) management and operation of sports parks, sports centres and ice-skating rinks and management and operation of e-sports clubs, coordination of sports events and sports-related marketing services. Since the Group has been actively expanding into the Consumable Business, the Board believes that the Proposed Change of Company Name will better reflect the identity of the Company, establish a clearer brand image to the Shareholders and potential investors and be beneficial to the Company’s future business development. In this regard, 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 existing Shareholders and the trading of the shares of the Company on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). All existing share certificates of the Company in issue bearing the present names of the Company shall, after the Proposed Change of Company Name becomes effective, continue to be evidence of title to such shares and valid for trading, settlement, registration and delivery purpose. Accordingly, there will not be any arrangement for the exchange of the existing share certificates for new share certificates bearing the new English and Chinese names of the Company. If the Proposed Change of Company Name becomes effective, any new share certificates thereafter will be issued only in the new English and Chinese names of the Company and the shares of the Company will be traded on the Stock Exchange under the new names.

Subject to the confirmation by the Stock Exchange, the Company’s English and Chinese stock short names will be changed for trading in the shares of the Company on the Stock Exchange after the Proposed Change of Company Name becomes effective.

PROPOSED ADOPTION OF AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

The Board proposes to amend the existing memorandum and articles of association of the Company by way of adoption of new amended and restated memorandum and articles of association in substitution for, and to the exclusion of, the existing memorandum and articles of association, to reflect the Proposed Change of Company Name.

GENERAL

A circular containing, among other things, information relating to (i) the Proposed Change of Company Name; (ii) the adoption of the new amended and restated memorandum and articles of association; and (iii) a notice of the AGM, will be despatched to the Shareholders by the end of March 2023.

By Order of the Board
Viva China Holdings Limited
LI Ning
Chairman & Chief Executive Officer

Hong Kong, 8 March 2023

Executive Directors:

Mr. LI Ning (*Chairman and Chief Executive Officer*)

Mr. LI Chunyang

Mr. LI Qilin

Non-executive Directors:

Mr. Victor HERRERO

Mr. MA Wing Man

Ms. LYU Hong

Independent non-executive Directors:

Mr. LI Qing

Mr. PAK Wai Keung, Martin

Mr. WANG Yan

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited 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 the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the website of the Stock Exchange at www.hkexnews.hk on the "Latest Listed Company Information" page for at least seven days from the date of its posting and the Company's website at www.vivachina.hk.