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SIMPLICITY HOLDING LIMITED

倩碧控股有限公司 *

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8367)

PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from “Simplicity Holding Limited” to “SM International Group Limited” and to dispense the dual foreign name in Chinese of the Company, being “倩碧控股有限公司” and to adopt “盛盟國際集團有限公司” as the dual foreign name in Chinese of the Company.

The Proposed Change of Company Name is subject to the fulfilment of the conditions set out in the paragraphs headed “Conditions for the Proposed Change of Company Name” in this announcement.

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

PROPOSED CHANGE OF COMPANY NAME

The board (the “**Board**”) of directors (the “**Directors**”) of Simplicity Holding Limited (the “**Company**”) proposes to change the English name of the Company from “Simplicity Holding Limited” to “SM International Group Limited” and to adopt “盛盟國際集團有限公司” as the dual foreign name in Chinese of the Company (the “**Proposed Change of Company Name**”).

Conditions for the Proposed Change of Company Name

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

- (1) the passing of a special resolution by the shareholders of the Company (the “**Shareholders**”) at the annual general meeting (the “**AGM**”) to approve the Proposed Change of Company Name; and
- (2) the Registrar of Companies in the Cayman Islands approving the Proposed Change of Company Name.

Subject to the satisfaction of the above conditions, the Proposed Change of Company Name will take effect on the date of issue of the certificate of incorporation on change of name by the Registrar of Companies in the Cayman Islands. The Company will then carry out all necessary filing procedures with the Companies Registry in Hong Kong.

In addition, subject to the confirmation by the Stock Exchange, the English stock short name of the Company for trading in the shares of the Company (the “**Shares**”) on the Stock Exchange will also be changed after the Proposed Change of Company Name becomes effective.

Effects of the Proposed Change of Company Name

The Proposed Change of Company Name will not affect any of the rights of the existing Shareholders or the Company’s daily business operation and its financial position. All existing share certificates of the Company in issue bearing the existing name of the Company will, after the Proposed Change of Company Name becoming effective, continue to be evidence of title to the Shares and will be valid for trading, settlement, registration and delivery for the same number of Shares in the new name of the Company. As soon as the Proposed Change of Company Name has become effective, any new issue of share certificates will be issued in the new name of the Company and the Shares will be traded on the Stock Exchange under the new name. There will not be any arrangement for free exchange of the existing share certificates of the Company for new share certificates bearing the new name of the Company.

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.

GENERAL

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

Further announcement(s) will be made by the Company in relation to the results of the AGM, the effective date of the Proposed Change of Company Name and the new stock short name of the Company under which the Shares will be traded on the Stock Exchange as and when appropriate.

By Order of the Board
Simplicity Holding Limited
Choi Pun Lap
Executive Director and Company Secretary

Hong Kong, 28 June 2024

As at the date of this announcement, the executive Directors of the Company are Mr. Choi Pun Lap and Mr. Leung Wai Tai; and the independent non-executive Directors of the Company are Mr. Lo Cheuk Fei Jeffrey, Mr. Cheung Hiu Fung and Mr. Wang Rongqian.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 Stock Exchange's website at <http://www.hkexnews.hk> on the "Latest Listed Company Information" page for at least seven days from the date of its publication and posting and will be published and remains on the website of the Company at <http://www.simplicityholding.com>.

** For identification purpose only*