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## **KAKIKO GROUP LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2225)**

### **PROPOSED CHANGE OF COMPANY NAME AND PROPOSED CONSEQUENTIAL AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY**

#### **PROPOSED CHANGE OF COMPANY NAME**

The Board announces that the Company proposes to (i) change the name of the Company from “Kakiko Group Limited” to “Jinhai International Group Holdings Limited” and (ii) adopt a dual foreign name in Chinese of “今海國際集團控股有限公司”. The Change of Company Name is subject to the approval by the Shareholders at the EGM by way of a special resolution and the approval of the Registrar of Companies in the Cayman Islands.

#### **PROPOSED CONSEQUENTIAL AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY**

In view of the proposed Change of Company Name, the Company also proposes to amend and restate the Memorandum and Articles of Association to reflect the proposed Change of Company Name, with the proposed Amendments taking effect immediately upon the Change of Company Name becoming effective by replacing all references of “Kakiko Group Limited” with the new name. The proposed Amendments are subject to the passing of a special resolution of the Company at the EGM and the approval of the Registrar of Companies in the Cayman Islands of the Change of Company Name. Subject to the satisfaction of the above conditions, the Change of Company Name will take effect from the date of issue of the certificate of incorporation on a change of name. The proposed Amendments shall become effective upon the proposed Change of Name taking effect.

#### **GENERAL**

The EGM will be convened for the Shareholders to consider and, if thought fit, approve the proposed Change of Company Name and the proposed Amendments. A circular containing, amongst other things, details regarding the proposed Change of Company Name and the proposed Amendments, together with the notice of the EGM will be despatched to the Shareholders as soon as practicable.

## **PROPOSED CHANGE OF COMPANY NAME**

The board of directors (“**Board**”) of Kakiko Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that the Company proposes to (i) change its name from “Kakiko Group Limited” to “Jinhai International Group Holdings Limited and (ii) adopt the dual foreign name in Chinese of “今海國際集團控股有限公司” (the “**Change of Company Name**”). A special resolution will be proposed at an extraordinary general meeting of the Company (the “**EGM**”) to be convened to consider and, if thought fit, approve the proposed Change of Company Name, among others.

## **CONDITIONS OF THE PROPOSED CHANGE OF COMPANY NAME**

The Change of Company Name will be subject to the following conditions:

1. passing of the special resolution by the shareholders of the Company (the “**Shareholders**”) at the EGM approving the Change of Company Name; and
2. approval being granted by the Registrar of Companies in Cayman Islands for the change of the English name and dual foreign name in Chinese of the Company.

Subject to the satisfaction of the conditions set out above, the Change of Company Name will take effect from the date on which the special resolution is passed. Upon passing of the special resolution of the Change of Company Name, such special resolution shall be filed with the Registrar of Companies in the Cayman Islands, and the Registrar of Companies in the Cayman Islands, if thinks fit, will (1) enter the new English name and dual foreign name in Chinese of the Company on the register of companies maintained by the Registrar of Companies in the Cayman Islands in place of the former English name and (2) issue a certificate of incorporation on change of name to the Company. Upon receiving the requisite approval from the Registrar of Companies in the Cayman Islands, the Company will carry out all necessary filings with the Companies Registry in Hong Kong thereafter.

## **EFFECTS OF THE CHANGE OF COMPANY NAME**

The proposed Change of Company Name will not affect any rights of the existing holders of shares in the Company (the “**Share(s)**”) nor the Company’s daily business operation and its financial position. All the existing share certificates of the Company in issue bearing the existing name of the Company will, upon the proposed Change of Company Name becoming effective, continue to be evidence of title to such Shares and will continue to be valid for trading, settlement, registration and delivery of such Shares. There will not be any arrangement for free exchange of the existing share certificates of the Company for new share certificates printed in the new names of the Company. Upon the Proposed Change of Company Name becoming effective, all new share certificates will only be issued in the new English and Chinese names of the Company.

In addition, subject to the confirmation by The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), the English stock short name and the Chinese stock short name for trading of the Shares in the Stock Exchange will also be changed after the proposed Change of Company Name has become effective.

## **PROPOSED CONSEQUENTIAL AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION**

In view of the proposed Change of Company Name, the Company also proposes to amend (the “**Amendments**”) and restate the memorandum of association and the articles of association of the Company (the “**Memorandum and Articles of Association**”) to reflect the proposed Change of Company Name by replacing all references of “Kakiko Group Limited” to the new name. The proposed Amendments are subject to the passing of the special resolution of the Company at the EGM. The proposed Amendments shall become effective upon the proposed Change of Name taking effect.

### **GENERAL**

The EGM will be convened and held for the Shareholders to consider and, if thought fit, approve the proposed Change of Company Name and the proposed Amendments. A circular containing, among other things, details of the proposed Change of Company Name and the proposed Amendments, together with the notice of the EGM and the related proxy form will be despatched to the Shareholders as soon as practicable.

The Company will make further announcement(s) to inform the Shareholders of the results of the EGM, the effective date of the Proposed Change of Company Name and the new English and Chinese stock short names of the Company under which the Shares will be traded on the Stock Exchange as and when appropriate.

For and on behalf of  
**Kakiko Group Limited**  
**Chen Guobao**

*Chairman of the Board and Executive Director*

Hong Kong, 20 August 2019

*As at the date of this announcement, the executive Directors are Mr. Chen Guobao and Mr. Wang Zhenfei; the non-executive Directors are Mr. Yang Fu Kang, Mr. Li Yunping, Mr. Wang Huasheng and Mr. Jiang Jiangyu; and the independent non-executive Directors are Mr. Yan Jianjun, Mr. Fan Yimin and Mr. Lau Kwok Fai Patrick.*