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China Flavors and Fragrances Company Limited 中國香精香料有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3318)

PROPOSED CHANGES OF COMPANY NAME, STOCK SHORT NAME AND COMPANY LOGO

The Board proposes to change the English name and the dual foreign name in Chinese of the Company from “China Flavors and Fragrances Company Limited 中國香精香料有限公司” to “China Boton Group Company Limited 中國波頓集團有限公司” respectively. The Change of Company Name is subject to approval by the Shareholders and the Registrar of Companies in the Cayman Islands.

In addition, subject to the confirmation of the Stock Exchange and the Change of Company Name becomes effective, the English and Chinese stock short names for trading in the shares of the Company on the Stock Exchange will be changed. Subject to the Change of Company Name becomes effective, the Company logo will also be changed from “” to “” accordingly.

A circular containing, amongst other things, further details of the Change of Company Name and the notice of an AGM to approve, amongst other things, the Change of Company Name, and the related proxy form are expected to be despatched to the Shareholders as soon as practicable.

PROPOSED CHANGE OF COMPANY NAME

The board (the “**Board**”) of directors of China Flavors and Fragrances Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) proposes to change the English name and the dual foreign name in Chinese of the Company from “China Flavors and Fragrances Company Limited 中國香精香料有限公司” to “China Boton Group Company Limited 中國波頓集團有限公司” respectively (the “**Change of Company Name**”). A special resolution will be proposed at the annual general meeting (“**AGM**”) to be convened in May 2020 to consider and, if thought fit, approve the Change of Company Name.

CONDITIONS FOR THE CHANGE OF COMPANY NAME

The Change of Company Name will become effective subject to the satisfaction of all of the following conditions:

1. the approval by the shareholders of the Company (the “**Shareholders**”) by way of special resolution at the AGM; and
2. the approval by the Registrar of Companies in the Cayman Islands on the Change of Company Name.

The relevant filing with the Registrar of Companies in the Cayman Islands will be made after the passing of the special resolution at the AGM. Subject to the satisfaction of all conditions set out above, the Change of Company Name will take effect from the date of the issue of a certificate of incorporation on change of name by the Registrar of Companies in the Cayman Islands. Thereafter, the Company will carry out all necessary filing procedures with the Companies Registry in Hong Kong.

REASONS FOR THE CHANGE OF COMPANY NAME



The Board considers that the Change of Company Name can enhance the corporate identity and image of the Company. Currently, Shenzhen Boton Spice Company Limited (深圳波頓香料有限公司) and Dongguan Boton Flavors and Fragrances Company Limited (東莞波頓香料有限公司) are the major operating subsidiaries of the Group and the business of the Group is mainly marketed under the brand name of “波頓”/“Boton” Accordingly, the Board is of the view that the proposed new name of the Company will better align with that of the operating subsidiaries so as to capitalise on the business goodwill accumulated by the Group under the brand of “波頓”/“Boton” over the years. Therefore, the Board believes that the Change of Company Name is beneficial to the business development of the Group and is in the best interests of the Company and its Shareholders as a whole.

EFFECT ON THE CHANGE OF COMPANY NAME

The Change of Company Name will not affect any rights of the Shareholders or the Company’s daily business operation and its financial position.

All existing share certificates in issue bearing the present name and logo of the Company will, after the proposed Change of Company Name becoming effective, continue to be evidence of title to such shares and the existing share certificates will continue to be valid for trading, settlement, registration and delivery purposes. There will not be any arrangement for free exchange of the existing share certificates for new share certificates bearing the new name and logo of the Company. Once the Change of Company Name becomes effective, new share certificates will be issued only in the new name and under the new logo of the Company.

The Company expects to be traded in its new English name and the new dual foreign name in Chinese as soon as the Change of Company Name becomes effective and the filing procedures in Hong Kong have been fulfilled.

In addition, subject to the confirmation of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Change of Company Name becomes effective, the English and Chinese stock short names for trading in the shares of the Company on the Stock Exchange will be changed. Subject to the Change of Company Name becomes effective, the Company logo will also be changed from “” to “” accordingly.

GENERAL

A circular containing, amongst other things, further details of the Change of Company Name and the notice of an AGM to approve, amongst other things, the Change of Company Name, and the related proxy form are expected to be despatched to the Shareholders as soon as practicable. The Company will make further announcement to inform the Shareholders of the results of the AGM, the effective date of the Change of Company Name, the new stock short name of the Company for trading of the shares of the Company on the Stock Exchange and the new Company logo. As no Shareholder has a material interest in the Change of Company Name, no Shareholder will be required to abstain from voting on the resolution to approve the Change of Company Name.

By Order of the Board
China Flavors and Fragrances Company Limited
Wang Ming Fan
Chairman

Hong Kong, 28 February 2020

As at the date of this announcement, the Board comprises Mr. Wang Ming Fan, Mr. Li Qing Long and Mr. Yang Ying Chun as executive Directors and Mr. Leung Wai Man, Roger, Mr. Ng Kwun Wan and Mr. Zhou Xiao Xiong as independent non-executive Directors.