
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, a bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in HJ Capital (International) Holdings Company Limited, you should at once hand this circular, together with the enclosed form of proxy, to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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HJ Capital (International) Holdings Company Limited
華金國際資本控股有限公司*
(Incorporated in Bermuda with limited liability)
(Stock code: 982)

**PROPOSED CHANGE OF COMPANY NAME
AND
NOTICE OF SPECIAL GENERAL MEETING**

A notice convening the Special General Meeting of HJ Capital (International) Holdings Company Limited to be held at Unit 3605, 36/F, Cheung Kong Center, 2 Queen's Road Central, Central, Hong Kong at 2:00 p.m. on Wednesday, 13 January 2021 is set out in this circular.

Whether or not you are able to attend the Special General Meeting, please complete and sign the enclosed form of proxy for use at the Special General Meeting in accordance with the instructions printed thereon and return it to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible but in any event not less than 48 hours (i.e. 2:00 p.m. on Monday, 11 January 2021) before the time appointed for holding of the Special General Meeting or the adjourned meeting (as the case may be). Completion and return of the form of proxy will not preclude shareholders from attending and voting in person at the Special General Meeting if you so wish.

This circular together with the form of proxy are also published on the websites of Hong Kong Exchanges and Clearing Limited (<http://www.hkexnews.hk>) and the Company (<http://www.huajinci.com>).

References to time and dates in this circular are to Hong Kong time and dates.

* For identification purpose only

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:

“Board”	the board of directors of the Company
“Bye-laws”	the memorandum of association and bye-laws of the Company as amended, modified or otherwise supplemented from time to time
“Company”	HJ Capital (International) Holdings Company Limited, a company incorporated in Bermuda with limited liability and the Shares of which are listed on the Main Board of the Stock Exchange
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China
“Proposed Change of Company Name”	the proposed change of the official registered English name of the Company from “HJ Capital (International) Holdings Company Limited” to “Huafa Property Services Group Company Limited” and adoption of the Chinese name of the Company of “華發物業服務集團有限公司” as the secondary name of the Company in replacement of its existing name in Chinese of “華金國際資本控股有限公司” which is currently used for identification purposes only
“SFO”	the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong)
“Share(s)”	ordinary share(s) of HK\$0.00025 each in the issued share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)

DEFINITIONS

“Special General Meeting”	the special general meeting of the Company to be held for the purpose of considering and, if thought fit, approving the resolutions proposed in this circular, or any adjournment thereof
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

LETTER FROM THE BOARD



HJ Capital (International) Holdings Company Limited
華金國際資本控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 982)

Executive Directors:

Mr. Li Guangning (*Chairman*)
Mr. Xie Wei (*Chief Executive Officer*)
Ms. Guo Jin
Mr. Tze Kan Fat

Registered Office:

Clarendon House
2 Church Street
Hamilton HM11
Bermuda

Non-executive Directors:

Ms. Zhou Youfen
Mr. Shong Hugo

*Head Office and Principal Place of
Business in Hong Kong:*

Unit 3605, 36/F
Cheung Kong Center
2 Queen's Road Central
Central, Hong Kong

Independent Non-executive Directors:

Dr. Chen Jieping
Mr. Pu Yonghao
Mr. Guo Shihai

21 December 2020

To the Shareholders

Dear Sir/Madam,

**PROPOSED CHANGE OF COMPANY NAME
AND
NOTICE OF SPECIAL GENERAL MEETING**

INTRODUCTION

The purpose of this circular is to provide the Shareholders with information in respect of certain resolutions to be proposed at the Special General Meeting to be held on 13 January 2021, for approving, among other things, the Proposed Change of Company Name and to give you notice of the Special General Meeting at which a special resolution will be proposed to consider and, if thought fit, to approve the Proposed Change of Company Name.

LETTER FROM THE BOARD

PROPOSED CHANGE OF NAME

Proposed Change of Company Name

Reference is made to the announcement of the Company dated 14 December 2020 in relation to the Proposed Change of Company Name. The Board proposes to change the official registered English name of the Company from “HJ Capital (International) Holdings Company Limited” to “Huafa Property Services Group Company Limited” and adopt the Chinese name of the Company of “華發物業服務集團有限公司” as the secondary name of the Company in replacement of its existing name in Chinese of “華金國際資本控股有限公司” which is currently used for identification purposes only.

Conditions for the Proposed Change of Company Name

The Proposed Change of Company Name is subject to the passing of a special resolution by the Shareholders at the Special General Meeting to approve the Proposed Change of Company Name and the approval of the Registrar of Companies in Bermuda having been obtained for the Proposed Change of Company Name.

Subject to the satisfaction of the conditions set out above, the Proposed Change of Company Name will take effect from the date on which the Registrar of Companies in Bermuda registers the new name of the Company on the register in place of the existing name of the Company. Thereafter, the Company will carry out the necessary filing procedures with the Companies Registry in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong). In addition, subject to the confirmation of the Stock Exchange, the English and Chinese stock short names for trading in the Shares will also be changed after the Proposed Change of Company Name becomes effective.

Reasons for the Proposed Change of Company Name

Since January 2020, the Group has expanded its operations to the provision of property management services and related value-added services in China and has completed the disposal of the financial printing services segment on 22 June 2020. The Company published an announcement and a circular regarding the disposal of the entire equity interests in the target company group in relation to the financial services business on 23 September 2020 and 16 October 2020, respectively. The new name of the Company will better serve the strategic transformation goals of the Company’s services and reflect the Company’s vision to upgrade the industrial structure as well as its determination to continuously optimise the allocation of resources and operational efficiency. Going forward, the Company’s services will be based on the “One Core Two Wings” development strategy with an aim to strive for maximising existing

LETTER FROM THE BOARD

business potential, breaking through and extending service boundaries, creating high-end services for enterprises as well as moving towards the goal of becoming an innovative comprehensive service provider with global vision and perseverance for innovation and quality. The Board believes that the Proposed Change of Company Name is beneficial to the Company's future business development, enhancing the Company's corporate branding image, and is in the 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 of the rights of the existing Shareholders. 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 continue to be valid for trading, settlement, registration and delivery for the same number of Shares in the new name of the Company. 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 name of the Company. Upon the Proposed Change of Company Name becoming effective, any new Share certificates will be issued in the new English name of the Company.

Further announcement(s) will be made by the Company to inform the Shareholders of the results of the Special General Meeting, the effective date of the Proposed Change of Company Name and the corresponding change in the stock short names for trading of the Shares.

SPECIAL GENERAL MEETING AND PROXY ARRANGEMENT

The Company will convene the Special General Meeting at Unit 3605, 36/F, Cheung Kong Center, 2 Queen's Road Central, Central, Hong Kong at 2:00 p.m. on Wednesday, 13 January 2021 at which resolutions will be proposed for the purpose of considering and, if thought fit, approving the Proposed Change of Company Name.

The notice of Special General Meeting is set out on pages 7 to 9. Whether or not you intend to attend the Special General Meeting, you are requested to complete the enclosed form of proxy in accordance with the instructions printed thereon and return it to Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible and in any event not later than 48 hours (i.e. 2:00 p.m. on Monday, 11 January 2021) before the time appointed for holding the Special General Meeting or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting in person at the Special General Meeting or any adjournment thereof (as the case may be), if you so wish.

LETTER FROM THE BOARD

Pursuant to the Listing Rules and the Bye-laws, any vote of Shareholders at a general meeting must be taken by poll except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands. An announcement on the poll results will be published by the Company after the Special General Meeting in the manner prescribed under the Listing Rules. To the best knowledge, information and belief of the Directors and having made all reasonable enquiries, no Shareholder will be required to abstain from voting on the resolutions approving the Proposed Change of Company Name.

For determining the entitlement to attend and vote at the Special General Meeting, the register of members of the Company will be closed from Friday, 8 January 2021 to Wednesday, 13 January 2021, both dates inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the Special General Meeting, unregistered holders of shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Thursday, 7 January 2021.

RECOMMENDATION

The Board is of the opinion that the Proposed Change of Company Name are in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of the relevant resolutions to be proposed at the Special General Meeting.

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the 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 circular 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 statements herein or this circular misleading.

Yours faithfully,

For and on behalf of the Board

HJ Capital (International) Holdings Company Limited

Li Guangning

Chairman

NOTICE OF SPECIAL GENERAL MEETING



HJ Capital (International) Holdings Company Limited
華金國際資本控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 982)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (the “**SGM**”) of the shareholders of HJ Capital (International) Holdings Company Limited (the “**Company**”) will be held at 2:00 p.m. on Wednesday, 13 January 2021 at Unit 3605, 36/F, Cheung Kong Center, 2 Queen’s Road Central, Central, Hong Kong for the purpose of considering and, if thought fit, passing the following resolutions of the Company. Words and expressions that are not expressly defined in this notice of special general meeting shall bear the same meanings as defined in the circular of the Company dated 21 December 2020 (the “**Circular**”).

SPECIAL RESOLUTION

As special business, to consider and, if thought fit, pass the following resolution as a special resolution of the Company:

“**THAT** subject to and conditional upon the approval to be granted by the Registrar of Companies in Bermuda, the official registered English name of the Company be changed from “HJ Capital (International) Holdings Company Limited” to “Huafa Property Services Group Company Limited ” and adoption of the Chinese name of the Company of “華發物業服務集團有限公司” as the secondary name of the Company in replacement of its existing name in Chinese “華金國際資本控股有限公司” which is currently used for identification purposes only (the “**Proposed Change of Company Name**”) with effect from the date on which the new name of the Company is entered on the register maintained by the Registrar of Companies in Bermuda; and any one director or secretary of the Company be and each is hereby authorised to do all such acts, deeds, matters and things as he or she may in his or her absolute discretion consider necessary or desirable or expedient for the implementation of and giving effect to the Proposed Change of Company Name and to attend to any necessary registration and/or filing for and on behalf of the Company.”

By Order of the Board
HJ Capital (International) Holdings Company Limited
Li Guangning
Chairman

Hong Kong, 21 December 2020

* *For identification purpose only*

NOTICE OF SPECIAL GENERAL MEETING

Notes:

1. Eligibility for Attending the SGM

In order to be eligible to attend and vote at the SGM, unregistered holders of Shares shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Thursday, 7 January 2021.

2. Proxy

- (1) Shareholders entitled to attend and vote at the SGM may appoint a proxy, or if a Shareholder who is the holder of two or more Shares may appoint more than one proxy to attend and vote instead of him. A proxy need not be a Shareholder. If more than one proxy is appointed, the number of Shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy.
- (2) A proxy shall be appointed by a Shareholder by a written instrument signed by the appointor or his attorney duly authorised in writing. In case of a corporation, the same must be either under its common seal or under hand of its director(s) or duly authorised attorney(s). If the written instrument is signed by an attorney of the appointor, the power of attorney or other documents of authorisation of such attorney shall be notarised.
- (3) To be valid, the notarised power of attorney or other document(s) of authorisation (if any) and the form of proxy shall be delivered to the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours (i.e. 2:00 p.m. on Monday, 11 January 2021) before the time appointed for the holding of the SGM or any adjournment thereof. Delivery of the form of proxy shall not preclude a Shareholder from attending and voting in person at the SGM and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

3. Registration Procedures for Attending the SGM

A Shareholder or his proxy shall produce his identification document when attending the SGM. Where a Shareholder is a legal person, the legal representative of that Shareholder or that person authorised by its board of directors or other governing body shall produce a copy of the resolutions of the board of directors or other governing body of such Shareholder appointing such person to attend the SGM.

4. Method of Voting at the SGM

The resolution at the SGM will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Listing Rules. The results of the poll will be published on the websites of the Stock Exchange and the Company in accordance with the Listing Rules.

NOTICE OF SPECIAL GENERAL MEETING

5. Miscellaneous

- (1) The SGM is expected to be held at Unit 3605, 36/F, Cheung Kong Center, 2 Queen's Road Central, Central, Hong Kong at 2:00 p.m. on Wednesday, 13 January 2021. Shareholders attending the SGM shall be responsible for their own travelling and accommodation expenses.
- (2) The address of Tricor Investor Services Limited, the branch share registrar and transfer office of the Company in Hong Kong is Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong.
- (3) The registered office, principal place of business in Hong Kong and the contact details of the Company are:

Registered office: Clarendon House
2 Church Street
Hamilton HM11
Bermuda

Principal place of business in Hong Kong: Room 3605, 36/F, Cheung Kong Center
2 Queen's Road Central, Central
Hong Kong

Contact details: Telephone: (+852) 3465 5300
Fax: (+852) 3465 5333

If tropical cyclone warning signal no. 8 or above is hoisted or "extreme condition" caused by super typhoon or a black rainstorm warning signal is in force at 7:00 a.m. on 13 January 2021, the meeting will be postponed and further announcement for details of alternative meeting arrangements will be made. The meeting will be held as scheduled even when tropical cyclone warning signal no. 3 or below is hoisted, or an amber or red rainstorm warning signal is in force. You should make your own decision as to whether you would attend the meeting under bad weather conditions and if you should choose to do so, you are advised to exercise care and caution.

As at the date of this notice, the Board of the Company comprises Mr. Li Guangning (Executive Director and Chairman), Mr. Xie Wei (Executive Director and Chief Executive Officer), Ms. Guo Jin and Mr. Tze Kan Fat (all being Executive Directors); Ms. Zhou Youfen and Mr. Shong Hugo (all being Non-Executive Directors); Dr. Chen Jieping, Mr. Pu Yonghao and Mr. Guo Shihai (all being Independent Non-Executive Directors).

NOTICE OF SPECIAL GENERAL MEETING

PRECAUTIONARY MEASURES FOR THE SGM

The health of our shareholders, staff and stakeholders is of paramount importance to us. In view of the ongoing Novel Coronavirus (COVID-19) pandemic, the Company will implement the following precautionary measures at the venue of SGM to protect attending shareholders, staff and stakeholders from the risk of infection: -

- (i) Compulsory body temperature checks will be conducted for every shareholder, proxy or other attendee at each entrance of the meeting venue. Any person with a body temperature of over 37.4 degrees Celsius may be denied entry into the meeting venue or be required to leave the meeting venue.
- (ii) The Company encourages each attendee to wear a surgical face mask throughout the meeting and inside the meeting venue, and to maintain a safe distance between seats.
- (iii) No refreshment will be served, and there will be no corporate gift.

In addition, the Company reminds all shareholders that physical attendance in person at the meeting is not necessary for the purpose of exercising voting rights. Shareholders may appoint the chairman of the meeting as their proxy to vote on the relevant resolution(s) at the meeting instead of attending the meeting in person, by completing and returning the proxy form attached to this document.

If any shareholder chooses not to attend the meeting in person but has any question about any resolution or about the Company, or has any matter for communication with the board of directors of the Company, he/she is welcome to send such question or matter in writing to our registered office or to our email at inquiry@ione.com.hk. If any shareholder has any question relating to the meeting, please contact Tricor Investor Services Limited, the Company's Hong Kong branch share registrar and transfer office as follows: -

Tricor Investor Services Limited
Level 54, Hopewell Centre 183 Queen's Road East, Hong Kong
Email: is-enquiries@hk.tricorglobal.com
Tel: (852) 2980 1333
Fax: (852) 2810 8185