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JIANDE INTERNATIONAL HOLDINGS LIMITED

建德國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 865)

PROPOSED ADOPTION OF THE SECOND AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

This announcement is made by Jiande International Holdings Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) in relation to the proposed amendments to the amended and restated memorandum and articles of association of Company (the “**Amended and Restated Memorandum and Articles of Association**”).

On 1 January 2022, the Listing Rules were amended by, among others, adopting a uniform set of 14 core standards for shareholder protections for issuers regardless of their place of incorporation set out in Appendix 3 to the Listing Rules. Furthermore, the Company proposes to modernize and provide flexibility to the Company in relation to the conduct of general meetings. As such, the board of directors of the Company (the “**Board**”) proposes to make certain amendments to the Amended and Restated Memorandum and Articles of Association to conform to the said core standards for shareholder protections, to allow a general meeting to be held as an electronic meeting (also referred to as virtual general meeting) or a hybrid meeting and to incorporate certain housekeeping changes by way of adopting the second amended and restated memorandum and articles of association of Company (the “**New Memorandum and Articles of Association**”) in substitution for, and to the exclusion of, the existing Amended and Restated Memorandum and Articles of Association.

The proposed adoption of the New Memorandum and Articles of Association shall be subject to the passing of a special resolution by the shareholders of the Company at the forthcoming annual general meeting of the Company to be held on Thursday, 16 June 2022 (the “**AGM**”). A circular containing, among others, details of the proposed amendments to the Amended and Restated Memorandum and Articles of Association and a notice convening the AGM will be despatched to the Company’s shareholders as soon as practicable.

By Order of the Board
Jiande International Holdings Limited
Shie Tak Chung
Chairman

Hong Kong, 27 April 2022

As at the date of this announcement, the executive Directors are Mr. Shie Tak Chung, Mr. Tsoi Kin Sze, Mr. Wu Zhisong and Mr. Lee Lit Mo Johnny and the independent non-executive Directors are Mr. Ma Sai Yam, Mr. Zhang Senquan and Mr. Yang Quan.