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隆基泰和智慧能源
LONGITECH SMART ENERGY

LONGITECH SMART ENERGY HOLDING LIMITED

隆基泰和智慧能源控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1281)

**PROPOSED CHANGE OF COMPANY NAME
AND
PROPOSED ADOPTION OF NEW MEMORANDUM AND
ARTICLES OF ASSOCIATION**

PROPOSED CHANGE OF COMPANY NAME

On 20 June 2022, the Board proposes that the name of the Company be changed from “LongiTech Smart Energy Holding Limited 隆基泰和智慧能源控股有限公司” to “Xinda Investment Holdings Limited 鑫達投資控股有限公司”.

PROPOSED ADOPTION OF NEW MEMORANDUM AND ARTICLES OF ASSOCIATION

On 20 June 2022, the Board proposes to amend the Existing Memorandum and Articles of Association by way of adoption of the New Memorandum and Articles of Association in substitution for, and to the exclusion of, the Existing Memorandum and Articles of Association, for the purposes of, among others, (i) bringing the memorandum and articles of association of the Company in line with the relevant requirements of the applicable laws of the Cayman Islands and the Listing Rules (in particular, Appendix 3 of the Listing Rules); (ii) making some other housekeeping improvements; and (iii) reflecting the proposed Change of Company Name.

GENERAL

Special resolutions to approve (i) the proposed Change of Company Name and (ii) the proposed amendments to the Existing Memorandum and Articles of Association and the proposed Adoption of New Memorandum and Articles of Association will be proposed for the Shareholders at the EGM. A circular containing, among others, information in relation to the details of the proposed Change of Company Name and the proposed amendments to the Existing Memorandum and Articles of Association and the proposed Adoption of New Memorandum and Articles of Association together with a notice convening the EGM will be despatched to the Shareholders in due course.

PROPOSED CHANGE OF COMPANY NAME

On 20 June 2022, the Board proposes that the name of the Company be changed from “LongiTech Smart Energy Holding Limited 隆基泰和智慧能源控股有限公司” to “Xinda Investment Holdings Limited 鑫達投資控股有限公司” (the “**Change of Company Name**”).

Conditions of the Change of Company Name

The Change of Company Name is subject to the following:

- (1) the passing of a special resolution by the shareholders of the Company (the “**Shareholders**”) at the forthcoming extraordinary general meeting of the Company (the “**EGM**”), which is scheduled to take place in July 2022, to approve the Change of Company Name; and
- (2) the Registrar of Companies in the Cayman Islands granting approval for the use of the proposed new English and Chinese names by the Company.

Assuming all the above conditions having been fulfilled, the Change of Company Name will take effect from the date of entry of the new name of the Company on the register maintained by the Registrar of Companies in the Cayman Islands. The Company will then carry out all necessary filing procedures with the Registrar of Companies in the Cayman Islands and the Companies Registry in Hong Kong.

In addition, subject to confirmation by The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), the English and Chinese stock short names of the Company for trading in the securities on the Stock Exchange will also be changed after the Change of Company Name becomes effective. The Company also intends to change its company website afterwards.

Reasons for the Change of Company Name

The principal business of the Company and its subsidiaries (collectively the “**Group**”) includes smart energy business and public infrastructure construction and the related preliminary investment and post-construction operation management business, with gradual expansion and diversification to other clean energy business.

The Company strives to maintain a balanced image and recognition from the public and potential investors. The Board considers that the new English and Chinese names of the Company will better reflect the current status of the Group’s diverse business development and its direction of future development and therefore the Change of Company Name can provide the Company with enhanced corporate image and clearer identity. The Board is of the opinion that the Change of Company Name will benefit the Company’s future business development and is in the interests of the Company and the Shareholders as a whole.

Effects of 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 current name of the Company will, upon the Change of Company Name becoming effective, continue to be evidence of title to such shares and will remain valid for trading, settlement, registration and delivery purposes. There will not be any arrangement for the exchange of the existing share certificates for new certificates bearing the new English and Chinese names of the Company. After the Change of Company Name becomes effective, new share certificates of the Company will be issued in the new name.

PROPOSED ADOPTION OF NEW MEMORANDUM AND ARTICLES OF ASSOCIATION

On 20 June 2022, the Board proposes to amend the existing memorandum and articles of association of the Company (the “**Existing Memorandum and Articles of Association**”) by way of adoption of the new memorandum and articles of association of the Company (the “**New Memorandum and Articles of Association**”) in substitution for, and to the exclusion of, the Existing Memorandum and Articles of Association, for the purposes of, among others, (i) bringing the memorandum and articles of association of the Company in line with the relevant requirements of the applicable laws of the Cayman Islands and the Listing Rules (in particular, Appendix 3 of the Listing Rules); (ii) making some other housekeeping improvements; and (iii) reflecting the proposed Change of Company Name (the “**Adoption of New Memorandum and Articles of Association**”).

Major changes brought about by the proposed amendments to the Existing Memorandum and Articles of Association are set out below:

1. to reflect the new English name and the new dual foreign name in Chinese of the Company;
2. to delete the words “Companies Law” wherever they may appear and replace them with the words “Companies Act”;
3. to clarify that the Company shall in each financial year hold a general meeting as its annual general meeting in addition to any other meeting in that financial year and shall specify the meeting as such in the notice calling it; and such annual general meeting must be held within six (6) months after the end of the Company's financial year;
4. to amend the notice period of general meetings such that that an annual general meeting must be called by notice of at least twenty-one (21) days and that all other general meetings (including an extraordinary general meeting) must be called by notice of at least fourteen (14) days;
5. to insert a new provision that all shareholders have the right to (a) speak at a general meeting; and (b) vote at a general meeting except where a shareholder is required, by the Listing Rules, to abstain from voting to approve the matter under consideration;
6. to change the requirement to remove the auditor of the Company from “special resolution” to “ordinary resolution” in compliance with the Listing Rules; and

7. to make other miscellaneous amendments to update, modernise or clarify provisions of the Existing Memorandum and Articles of Association where it is considered desirable and to better align the wording with the Listing Rules and the applicable laws of the Cayman Islands.

The proposed amendments to the Existing Memorandum and Articles of Association and the proposed Adoption of New Memorandum and Articles of Association are subject to the approval of the Shareholders by way of a special resolution at the EGM and will become effective upon the approval by the Shareholders at the EGM and subject to the Change of Company Name taking effect.

GENERAL

Special resolutions to approve (i) the proposed Change of Company Name and (ii) the proposed amendments to the Existing Memorandum and Articles of Association and the proposed Adoption of New Memorandum and Articles of Association will be proposed for the Shareholders at the EGM. A circular containing, among others, information in relation to the details of the proposed Change of Company Name and the proposed amendments to the Existing Memorandum and Articles of Association and the proposed Adoption of New Memorandum and Articles of Association together with a notice convening the EGM will be despatched to the Shareholders in due course.

Further announcement(s) will be made by the Company to inform the Shareholders of the results of the EGM, the effective date of the Change of Company Name, the new stock short names of the Company for trading in the shares of the Company on the Stock Exchange, and where appropriate, the company website, and the effective date of the Adoption of New Memorandum and Articles of Association.

By Order of the Board
Longitech Smart Energy Holding Limited
Wei Qiang
Chairman

Hebei, 20 June 2022

As at the date of this announcement, the executive Director is Mr. Wei Qiang; the non-executive Director is Mr. Wei Shaojun; and the independent non-executive Directors are Dr. Han Qinchun, Mr. Wong Yik Chung, John and Mr. Han Xiaoping.