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恒安國際集團有限公司*
HENGAN INTERNATIONAL GROUP CO., LTD

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1044)

Websites: <http://www.hengan.com>

<http://www.irasia.com/listcolhklhengan>

**(1) PROPOSED ADOPTION OF CHINESE NAME; AND
(2) PROPOSED RETIREMENT OF DIRECTORS AND
CHANGE OF COMPOSITION OF BOARD COMMITTEES**

PROPOSED ADOPTION OF CHINESE NAME

The Board proposes to formally adopt the Chinese name of “恒安國際集團有限公司” as the dual foreign name of the Company. The English name of the Company “Hengan International Group Company Limited” will remain unchanged.

The Proposed Adoption of Chinese Name is subject to (i) the passing of a special resolution by the Shareholders at the AGM to approve the Proposed Adoption of Chinese Name; and (ii) the Registrar approving the Proposed Adoption of Chinese Name.

A circular containing, among other things, details of the Proposed Adoption of Chinese Name and a notice convening the AGM will be despatched to the Shareholders as soon as practicable.

PROPOSED RETIREMENT OF DIRECTORS AND CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board hereby announces that, each of Mr. Hung Ching Shan, Mr. Xu Shui Shen and Mr. Xu Chun Man will retire and has decided not to seek for re-election as an executive Director, and Mr. Chan Henry will retire and has decided not to seek for re-election as an independent non-executive Director respectively at the AGM. Accordingly, Mr. Hung Ching Shan, Mr. Xu Shui Shen and Mr. Xu Chun Man will cease to act as an executive Director, and Mr. Chan Henry will cease to act as an independent non-executive Director, chairman of the remuneration committee of the Company and member of each of the audit committee and nomination committee of the Company respectively upon the conclusion of the AGM.

PROPOSED ADOPTION OF CHINESE NAME

The board (the “**Board**”) of directors (the “**Directors**”) of Hengan International Group Company Limited (the “**Company**”) proposes to formally adopt the Chinese name of “恒安國際集團有限公司”, which is currently used for identification purpose only, as the dual foreign name of the Company (the “**Proposed Adoption of Chinese Name**”). The English name of the Company “Hengan International Group Company Limited” will remain unchanged.

Conditions of the Proposed Adoption of Chinese Name

The Proposed Adoption of Chinese Name is subject to the following conditions:

- (i) the passing of a special resolution by the shareholders of the Company (the “**Shareholders**”) approving the Proposed Adoption of Chinese Name at the forthcoming annual general meeting of the Company to be held on Monday, 22 May 2023 (the “**AGM**”); and
- (ii) the Registrar of Companies of the Cayman Islands (the “**Registrar**”) granting approval for the Proposed Adoption of Chinese Name.

The relevant filing with the Registrar will be made after the passing of the special resolution at the AGM. Subject to the satisfaction of the conditions set out above, the Proposed Adoption of Chinese Name will take effect from the date on which the Registrar enters the dual foreign name in Chinese of the Company on the register of companies maintained by the Registrar and issues a Certificate of Incorporation on Adoption of Dual Foreign Name. The Company will then carry out all necessary registration and/or filing procedures with the Companies Registry in Hong Kong.

Reasons for the Proposed Adoption of Chinese Name

The Company had used the Chinese name “恒安國際集團有限公司” for identification purpose since 1998. Over the years, the Company has been widely referred to by both its English and Chinese names. The Board considers that formalising the use of the Chinese name of “恒安國際集團有限公司” through the Proposed Adoption of Chinese Name is in the best interests of the Company and the Shareholders as a whole.

Effect of the Proposed Adoption of Chinese Name

The Proposed Adoption of Chinese Name will not affect any rights of the Shareholders, the daily business operation of the Company and its financial position. All existing share certificates of the Company in issue bearing the existing name of the Company will, upon the Proposed Adoption of Chinese Name becoming effective, continue to be valid evidence of legal title to the shares of the Company and will continue to be valid for trading, settlement, registration and delivery purposes.

Accordingly, there will not be any arrangement for free exchange of the existing share certificates for new certificates bearing the English name and the dual foreign name of the Company. Upon the Proposed Adoption of Chinese Name becoming effective, all new share certificates will bear both the existing English name and the dual foreign name of the Company.

Subject to the confirmation by The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), the Chinese stock short name for trading in the shares of the Company on the Stock Exchange will remain unchanged as “恒安國際” upon the Proposed Adoption of Chinese Name becoming effective.

GENERAL

At the AGM to be convened and held, a special resolution will be proposed for the Shareholders to consider and, if thought fit, approve the Proposed Adoption of Chinese Name. A circular containing, among other things, details of the Proposed Adoption of Chinese Name, together with a notice convening the AGM, will be despatched to the Shareholders as soon as practicable.

To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, no Shareholders are required to abstain from voting on the respective resolutions to be proposed at the AGM in relation to the Proposed Adoption of Chinese Name.

Further announcement(s) will be made by the Company to inform the Shareholders of the effective date of the Proposed Adoption of Chinese Name as and when appropriate.

PROPOSED RETIREMENT OF DIRECTORS AND CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board hereby announces that, Mr. Hung Ching Shan, Mr. Xu Shui Shen, Mr. Xu Chun Man and Mr. Chan Henry will retire and have decided not to seek for re-election at the AGM. Accordingly, Mr. Hung Ching Shan, Mr. Xu Shui Shen and Mr. Xu Chun Man will cease to be an executive Director upon the conclusion of the AGM. Mr. Chan Henry will cease to be an independent non-executive Director, chairman of the remuneration committee of the Company, and a member of each of the nomination committee and audit committee of the Company upon the conclusion of the AGM.

Each of Mr. Hung Ching Shan, Mr. Xu Shui Shen, Mr. Xu Chun Man and Mr. Chan Henry has confirmed that, in relation to their retirement as an executive Director or independent non-executive Director, each of them have no disagreement with the Board and there are no other matters that need to be brought to the attention of the Stock Exchange and/or the Shareholders.

The Board would like to express its sincere gratitude to Mr. Hung Ching Shan, Mr. Xu Shui Shen, Mr. Xu Chun Man and Mr. Chan Henry for their valuable contributions to the Company during their tenure of service.

By order of the Board
Hengan International Group Company Limited
Sze Man Bok
Chairman

Hong Kong, 18 April, 2023

As at the date of this announcement, the Board comprises Mr. Sze Man Bok, Mr. Hui Lin Chit, Mr. Hung Ching Shan, Mr. Hui Ching Lau, Mr. Xu Shui Shen, Mr. Xu Da Zuo, Mr. Xu Chun Man, Mr. Sze Wong Kim, Mr. Hui Ching Chi and Mr. Li Wai Leung as executive directors, and Mr. Chan Henry, Mr. Theil Paul Marin, Ms. Ada Ying Kay Wong, Mr. Ho Kwai Ching, Mark and Mr. Chen Chuang as independent non-executive directors.

* *For identification purposes only*