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## **FULLSUN INTERNATIONAL HOLDINGS GROUP CO., LIMITED**

**福晟國際控股集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 00627)**

**(1) PROPOSED CHANGE OF COMPANY NAME;  
(2) APPOINTMENT OF CHAIRMAN OF THE BOARD AND  
NON-EXECUTIVE DIRECTOR  
AND  
(3) CHANGE OF BOARD COMMITTEE MEMBERS**

### **PROPOSED CHANGE OF COMPANY NAME**

The board (the “**Board**”) of directors (the “**Directors**”) of Fullsun International Holdings Group Co., Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) proposes to change the existing English name of the Company from “Fullsun International Holdings Group Co., Limited” to “Japan Kyosei Group Company Limited” and to adopt the Chinese name “日本共生集團有限公司” as the new secondary name of the Company in place of the existing secondary name “福晟國際控股集團有限公司” (the “**Proposed Change of Company Name**”).

### **Conditions for the Proposed Change of Company Name**

The Proposed Change of Company Name will be subject to the following conditions being fulfilled:

- (i) the passing of a special resolution by the shareholders of the Company (the “**Shareholders**”) approving the Proposed Change of Company Name at a special general meeting (“**SGM**”) to be convened by the Company; and
- (ii) the Registrar of Companies in Bermuda having approved the Proposed Change of the Company Name.

Subject to the satisfaction of the conditions set out above, the Proposed Change of Company Name will take effect from the date the Registrar of Companies in Bermuda registers the new English name in place of the existing English name of the Company and registers the secondary name of the Company as set out in the certificate of incorporation on change of name and the certificate of secondary name to be issued by the Registrar of Companies in Bermuda. The Company will then carry out the necessary filing procedures with the Companies Registry in Hong Kong pursuant to Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong).

### **Reasons for the Proposed Change of Company Name**

The Board considers the Proposed Change of Company Name will better reflect the direction of future development of the Company and therefore the Proposed Change of Company Name can provide the Company with enhanced corporate image and clearer identity. The Board is of the opinion that the Proposed Change of Company Name will benefit the Company's future business development and is in the best interests of the Company and the Shareholders as a whole.

### **Effect of the Proposed Change of Company Name**

The Proposed Change of Company Name will not affect any rights of the holders of securities of the Company or the Company's daily business operation or its financial position. Once the Proposed Change of Company Name becomes effective, new share certificates of the Company will be issued in the new name and the new secondary name of the Company. However, all existing share certificates in issue bearing the current name of the Company will, after the Proposed Change of Company Name has become effective, continue to be effective as documents of title to and be valid for trading, settlement, registration and delivery purposes. Accordingly, there will not be any arrangement for exchange of the existing share certificates of the Company for new share certificates bearing the new name and the new secondary name of the Company.

Subject to the confirmation of the Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"), the Company expects to be traded in its new English name and new secondary name as soon as the Proposed Change of Company Name becomes effective and the filing procedures in Hong Kong have been completed. Further announcement(s) will be made by the Company to inform the Shareholders on the results of the SGM, the effective date of the Proposed Change of Company Name and the change of stock short names of the Company for trading of the shares on the Main Board of the Stock Exchange as and when appropriate.

## GENERAL

The Proposed Change of Company Name is subject to, inter alia, the approval by the Shareholders by way of a special resolution at the SGM. To the best knowledge, information and belief of the Directors having made all reasonable enquiries, no Shareholder will be required to abstain from voting on the special resolution for approving the Proposed Change of Company Name.

A circular containing, among other things, details of the Proposed Change of Company Name together with a notice convening the SGM and the related form of proxy, will be despatched to the Shareholders as soon as practicable.

## APPOINTMENT OF CHAIRMAN OF THE BOARD AND NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Kenichi Yanase (“**Mr. Yanase**”) has been appointed as chairman (“**Chairman**”) of the Board, a non-executive Director and the chairman of the nomination committee (the “**Nomination Committee**”) of the Company with effect from 24 October 2023.

Mr. Yanase, aged 57, has extensive experience in the field of banking, real estate and investment. Mr. Yanase is currently the chairman of Kyosei Bank Co.\* (共生バンク株式会社), and is responsible for overseeing its daily operation and strategic planning. He has also been serving as its chief executive officer since January 2012. Prior to joining Kyosei Bank Co., Mr. Yanase founded Toshisouken Invest-Bank Co.\* (都市綜研インベストバンク株式会社) and has been serving as its chairman since October 2007, and is primarily responsible for new business development and operations, as well as overseeing the real estate business in general. Mr. Yanase also founded Toshisouken Invest-Fund Co.\* (都市綜研インベストファンド株式会社) and has been serving as its chairman since April 2010, and is primarily responsible for the management and operation of the real estate fund.

During the period from 20 November 2021 to 4 October 2023, Mr. Yanase was the non-executive director of Hong Wei (Asia) Holdings Company Limited (stock code: 8191), the shares of which are listed on GEM of the Stock Exchange.

Mr. Yanase graduated from Kobe City Suma High School in March 1984.

Mr. Yanase has entered into a letter of appointment with the Company for a term of three (3) years commencing from 24 October 2023, terminable by either side giving the other side one month's prior written notice. Mr. Yanase is entitled to receive a remuneration of HK\$20,000 per month. His remuneration package was determined by the Board with recommendation of the remuneration committee of the Board after considering a range of factors including his experience, his duties and responsibilities in the Group, the remuneration structure of the Group and levels of remuneration for peers in the market.

As at the date of this announcement, Mr. Yanase is holding 70% of the entire issued capital of Grateful Heart Inc. and in turn, Grateful Heart Inc. is holding 994,019,402 shares of the Company (the “**Shares**”). Mr. Yanase is therefore deemed to have an interest in the above Shares within the meaning of Part XV of the Securities and Futures Ordinance.

Mr. Yanase confirms that save as disclosed above, as at the date of this announcement, he (i) did not hold any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas; (ii) has not held any other positions with any member of the Group; (iii) does not have any relationships with any directors, senior management or substantial or controlling shareholders of the Company nor any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance; and (iv) is not aware of any additional information that is required to be disclosed by the Company pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules.

The Board and Mr. Yanase are not aware of any other matters that need to be brought to the attention of holders of securities of the Company in relation to his appointment as Chairman of the Board, a non-executive Director and the chairman of the Nomination Committee of the Company.

The Board would like to take this opportunity to extend a warm welcome to Mr. Yanase to join the Board and believes that his extensive experience will enable him to provide leadership for the Board.

## **CHANGE OF BOARD COMMITTEE MEMBERS**

Upon the appointment of Mr. Yanase as the chairman of the Nomination Committee, Dr. Hiroshi Kaneko shall cease to be the chairman of the Nomination Committee with effect from 24 October 2023.

By order of the Board  
**Fullsun International Holdings Group Co., Limited**  
**Hiroshi Kaneko**  
*Executive Director and Chief Executive Officer*

Hong Kong, 24 October 2023

*As at the date of this announcement, the Board comprises one executive Director, namely Dr. Hiroshi Kaneko, two non-executive Directors, namely Mr. Kenichi Yanase (Chairman) and Mr. Chung Ho Wai Alan, and three independent non-executive Directors, namely Mr. Huang Zhongquan, Ms. Tang Ying Sum and Ms. Ha Sze Wan.*

\* *For identification purpose only*