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## **Helens International Holdings Company Limited**

**海倫司國際控股有限公司**

*(A company incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 9869)**

### **VOLUNTARY ANNOUNCEMENT SHARE BUY-BACK**

This is a voluntary announcement made by Helens International Holdings Company Limited (the “**Company**”) to provide its shareholders and potential investors with information in relation to the latest developments regarding the Company.

Reference is made to the circular of the annual general meeting of the Company dated 26 April 2023 (the “**Circular**”) and the announcement of poll results of the annual general meeting of the Company dated 16 June 2023 (the “**Announcement**”) in relation to, among others, the proposed granting of general mandate to repurchase Shares. Unless otherwise defined, terms used in this announcement shall have the same meaning as those defined in the Circular and the Announcement.

On 16 June 2023, the Shareholders have considered and approved the general mandate which was generally and unconditionally given to the Directors to buy back the shares of the Company not exceeding 10% of the total number of issued Shares in the share capital of the Company as at that date (i.e. a total of 126,690,152 Shares). Such mandate will expire at the earliest of: (i) conclusion of the next annual general meeting of the Company to be held in 2024, or (ii) expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable laws to be held, or (iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the shareholders in general meeting, whichever is the earliest to occur.

On 25 October 2023, the Board decided to exercise the mandate and intend to buy back Shares not exceeding the number which may be repurchased pursuant to the mandate in the open market with existing internal financial resources (the “**Share Buy-backs**”). The

Company believes that the prevailing trading price of the Shares does not fully reflect the intrinsic value of the Company, and that the Share Buy-backs reflect the Company's long-term confidence in its operational growth outlook and financial position, increase the net asset value and earnings per Share, and are in the best interests of the Company and the Shareholders.

Any exercise of the buy-back mandate to buy back Shares under the above plan, if and when conducted, will be pursuant to the buy-back mandate, and subject to and in compliance with the articles of association of the Company, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the Codes on Takeovers and Mergers and Share Buy-backs issued by the Securities and Futures Commission, the laws of the Cayman Islands and all applicable laws and regulations to which the Company is subject to.

**Shareholders and potential investors should note that the proposed Share Buy-back is subject to market conditions and at the absolute discretion of the Board and there is no guarantee as to the timing, number or price of any share buy-back, or whether or not the Company will make any further share buy-back at all. Therefore, Shareholders and potential investors are advised to exercise caution when dealing in the Shares.**

By Order of the Board  
**Mr. Xu Bingzhong**  
*Chairman of the Board and  
Chief Executive Officer*

Hong Kong, 25 October, 2023

*As at the date of this announcement, the executive Directors are Mr. Xu Bingzhong, Ms. Cai Wenjun, Ms. Yu Zhen and Mr. He Daqing, and the independent non-executive Directors are Mr. Li Dong, Mr. Wang Renrong and Mr. Wong Heung Ming Henry.*