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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)

PROPOSED AMENDMENTS TO THE EXISTING MEMORANDUM AND ARTICLES OF ASSOCIATION AND ADOPTION OF THE NEW MEMORANDUM AND ARTICLES OF ASSOCIATION

This announcement is made by Helens International Holdings Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) 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**”).

Reference is made to the announcement (the “**Announcement**”) of the Company dated June 27, 2024 in relation to the Proposed Secondary Listing. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

In view of the Proposed Secondary Listing of the ordinary shares of the Company on the Main Board of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) by way of introduction, the board of directors (the “**Board**”) of the Company proposes to amend the existing memorandum and articles of association of the Company to reflect certain updates as a result of the Proposed Secondary Listing (the “**Proposed Amendments**”), and to adopt the amended and restated memorandum and articles of association of the Company (the “**New M&A**”) in substitution for and to exclusion of the existing memorandum and articles of association. The Proposed Amendments and the proposed adoption of the New M&A are subject to the approval by the shareholders of the Company by way of a special resolution at the general meeting of the Company.

A circular containing, among other things, particulars relating to the Proposed Amendments and the proposed adoption of the New M&A, together with a notice convening the general meeting will be published by the Company in due course.

By Order of the Board
Helens International Holdings Company Limited
Mr. Xu Bingzhong
Chairman of the Board and
Chief Executive Officer

Hong Kong, June 28, 2024

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.