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## **Morimatsu International Holdings Company Limited**

**森松國際控股有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 2155)**

### **CHANGE OF COMPOSITION OF BOARD COMMITTEES AND**

### **PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

#### **CHANGE OF COMPOSITION OF BOARD COMMITTEES**

The board of directors (the “**Board**”) of Morimatsu International Holdings Company Limited (the “**Company**”) announces that, with effect from 29 May 2025, (i) Ms. Chan Yuen Sau Kelly has been appointed as a member of the nomination committee of the Board (the “**Nomination Committee**”) and has ceased to be a member of the remuneration committee of the Board (the “**Remuneration Committee**”); and (ii) Mr. Kanno Shinichiro has been appointed as a member of the Remuneration Committee and has ceased to be a member of the Nomination Committee.

The above changes were made in response to the amendments to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Corporate Governance Code as set out in Appendix C1 to the Listing Rules, which will come into effect on 1 July 2025. The Board believes that implementing these changes could strengthen the effectiveness and diversity of the Board and further enhances good corporate governance practices of the Company as a whole.

## **PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

Pursuant to Rule 13.51(1) of the Listing Rules, the Board hereby announces that it proposes to make certain amendments to the existing articles of association (the “**Articles of Association**”) of the Company. A special resolution (the “**Special Resolution**”) will be proposed at the upcoming annual general meeting of the Company to be held on 26 June 2025 (the “**2025 AGM**”) to amend the Articles of Association, in order to align the Articles of Association with the latest legal and regulatory requirements in relation to the treasury shares regime and the expanded paperless listing regime following the relevant amendments to the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and the Listing Rules.

The proposed amendments to the Articles of Association shall be subject to the passing of the Special Resolution by the Company’s shareholders at the 2025 AGM. Details of the proposed amendments will be set out in the supplemental circular for the 2025 AGM, which will be despatched to the Company’s shareholders in due course.

By order of the Board  
**Morimatsu International Holdings Company Limited**  
**Nishimatsu Koei**  
*Chief executive officer and executive Director*

Hong Kong, 29 May 2025

*As at the date of this announcement, the executive Directors are Mr. Nishimatsu Koei, Mr. Hirazawa Jungo, Mr. Tang Weihua, Mr. Sheng Ye and Mr. Kawashima Hirotaka; the non-executive Director is Mr. Matsuhisa Terumoto; and the independent non-executive Directors are Ms. Chan Yuen Sau Kelly, Mr. Kanno Shinichiro and Mr. Yu Jianguo.*

*This announcement is available for viewing on the Company’s website at [www.morimatsu-online.com](http://www.morimatsu-online.com) and the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk).*