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HKRI

香港興業國際集團有限公司*
HKR International Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00480)

PROPOSED ADOPTION OF THE AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

The board of directors (the “**Board**”) of HKR International Limited (the “**Company**”) hereby announces that at a meeting of the Board held on the date of this announcement, the relevant resolutions have been passed to propose the adoption of the amended and restated memorandum and articles of association of the Company (the “**M&A**”), in order to bring the M&A in line with the relevant laws of the Cayman Islands and requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”); and to provide flexibility to the Company in relation to the conduct of general meetings. The proposed adoption of the amended and restated M&A are subject to the approval of the shareholders of the Company (the “**Shareholders**”) by way of a special resolution at the forthcoming annual general meeting of the Company to be held on 25 August 2021 (the “**AGM**”).

This announcement is made by the Company pursuant to Rule 13.51(1) of the Listing Rules.

PROPOSED ADOPTION OF AMENDED AND RESTATED M&A

The Board has resolved at the board meeting held on the date of this announcement to propose the adoption of an amended and restated M&A, to bring the M&A in line with the relevant laws of the Cayman Islands and requirements of the Listing Rules; and to provide flexibility to the Company in relation to the conduct of general meetings.

The major proposed amendments to the M&A include:

- (a) to consolidate all the previous amendments to the M&A;
- (b) provisions to allow general meetings to be held physically and/or electronically;

- (c) provisions to set out other related powers of the Board and the chairman of the meeting, including making arrangements for attendance at general meetings as well as ensuring the security and orderly conduct of meetings;
- (d) other amendments for house-keeping purposes in line with the proposed amendments in (b) and (c) above;
- (e) other amendments for house-keeping purposes to better align the M&A with the provisions of the Listing Rules and the applicable laws of the Cayman Islands; and
- (f) other miscellaneous amendments to update or clarify provisions where it is considered desirable.

Effective date of the amended and restated M&A

The proposed adoption of the amended and restated M&A are subject to the approval by the Shareholders by way of a special resolution to be considered and, if thought fit, passed at the AGM. The amended and restated M&A, if approved by the Shareholders, will become effective upon the approval by the Shareholders at the AGM.

Circular

A circular containing, among other things, details of the proposed adoption of the amended and restated M&A, together with the notice of the AGM, will be despatched to the Shareholders in due course.

By order of the Board
HKR International Limited
CHA Mou Zing Victor
Executive Chairman

Hong Kong, 23 June 2021

As at the date of this announcement, the Board comprises:

Executive Chairman

Mr CHA Mou Zing Victor

Non-executive Deputy Chairman

Ms WONG CHA May Lung Madeline

Executive Directors

Mr TANG Moon Wah (*Managing Director*)

Mr CHEUNG Ho Koon

Ms NGAN Man Ying

Non-executive Directors

The Honourable Ronald Joseph ARCULLI

Mr CHA Mou Daid Johnson

Independent Non-executive Directors

Mr CHEUNG Wing Lam Linus

Mr FAN Hung Ling Henry

Ms HO Pak Ching Loretta

Ms Barbara SHIU

Mr TANG Kwai Chang

* Registered under the predecessor ordinance of the Companies Ordinance, Chapter 622 of the laws of Hong Kong