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HAITIAN INTERNATIONAL HOLDINGS LIMITED

海天國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1882)

PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION

The board (the “**Board**”) of directors (the “**Directors**”) of Haitian International Holdings Limited (the “**Company**”) hereby announces that the Board proposes to make certain amendments (the “**Proposed Amendments**”) to the existing memorandum and articles of association of the Company (the “**Memorandum and Articles**”) in order to (i) comply with the Core Shareholder Protection Standards as set out in the amended Appendix 3 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”) which took effect on 1 January 2022, (ii) allow general meetings to be held by physical, electronic or hybrid means and (iii) incorporate the housekeeping amendments to the Memorandum and Articles.

The Board of the Directors of the Company proposes to seek the approval of the shareholders of the Company (the “**Shareholders**”) for the Proposed Amendments to the Memorandum and Articles.

The major Proposed Amendments are summarised as follows:

1. to update the address of the registered office of the Company;
2. to insert the definitions of “announcement”, “Companies Ordinance”, “electronic communication”, “electronic means”, “electronic meeting”, “hybrid meeting”, “Listing Rules”, “Meeting Location”, “physical meeting” and “Principal Meeting Place”;
3. to allow general meetings to be held by physical, electronic or hybrid meeting means;
4. to specify the requirements for varying, modifying or abrogating all or any of the special rights attached to any class of shares and the necessary quorum required for a separate general meeting;
5. to provide that the Company shall hold an annual general meeting in each financial year and such annual general meeting shall be held within six months after the end of the Company’s financial year;
6. to specify the additional details to be included in a notice of a general meeting in light of allowing general meetings to be held at more than one meeting location, or as a hybrid meeting;

7. to specify the situations in which the Board may, in its absolute discretion, without the consent of any person, (i) postpone a general meeting; and/or (ii) change the place, electronic facilities and/or form of and/or for the meeting;
8. to provide that each Shareholder shall have the right to speak and (except where a Shareholder is required by the Listing Rules to abstain from voting to approve the matter under consideration) vote at a general meeting;
9. to expressly state that Shareholders (including a Shareholder which is a clearing house (or its nominee(s)) shall have the right to speak or communicate and vote at a general meeting except where a Shareholder is required by the Listing Rules to abstain from voting to approve the matter under consideration;
10. to provide that a Shareholder which is a clearing house (or its nominee(s)) may appoint one or more proxies or representatives to attend any general meeting of the Company, any meeting of any class of Shareholders or any meeting of creditors of the Company, and that each of those proxies or representatives shall enjoy rights equivalent to the rights of other Shareholders;
11. to allow all general meetings (including an annual general meeting, an adjourned meeting and a postponed meeting) to be held as a physical meeting in any part of the world and at one or more locations, or as a hybrid meeting or an electronic meeting;
12. to provide that Shareholders may by way of ordinary resolution remove any Director (including a managing Director or other executive Director) at any time before the expiration of his/her term of office; and
13. other amendments to better align with the wordings in the Listing Rules and the applicable laws of the Cayman Islands.

The Proposed Amendments and adoption of the second amended and restated memorandum and articles of association incorporating and consolidating all the Proposed Amendments are subject to the approval of the Shareholders by way of special resolution at the forthcoming annual general meeting (“AGM”) of the Company to be held on 18 May 2023. A circular containing, among other things, the details of the Proposed Amendments to the existing Memorandum and Articles together with the notice of the AGM will be despatched to the Shareholders in due course.

Further announcement(s) will be made by the Company to inform the Shareholders of the results of the AGM.

By order of the board of
HAITIAN INTERNATIONAL HOLDINGS LIMITED
Mr. Zhang Jingzhang
Chairman

Hong Kong, 20 March 2023

As at the date of this announcement, the executive Directors of the Company are Mr. Zhang Jingzhang, Mr. Zhang Jianming, Mr. Zhang Jianfeng, Mr. Chen Weiqun and Mr. Zhang Bin; the non-executive Directors are Mr. Guo Mingguang and Mr. Liu Jianbo; and the independent non-executive Directors are Mr. Lou Baijun, Mr. Guo Yonghui, Ms. Yu Junxian and Mr. Lo Chi Chiu.