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**信達國際控股有限公司**  
**CINDA INTERNATIONAL HOLDINGS LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 111)**

## **NOTICE OF SPECIAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that a special general meeting (the “SGM”) of Cinda International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) will be held at 45th Floor, COSCO Tower, 183 Queen’s Road Central, Hong Kong on Friday, 29 July 2022 at 11:00 a.m. (or any adjournment thereof) for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolution as a special resolution:

### **SPECIAL RESOLUTION**

**“THAT:**

- (a) the proposed amendments to the existing Bye-laws of the Company (the “**Proposed Amendments**”), the details of which are set out in the Appendix to the circular of the Company dated 6 July 2022, be and are hereby approved;
- (b) the new Bye-laws of the Company (the “**New Bye-laws**”) which incorporate and consolidate the Proposed Amendments and all previous amendments to the Bye-laws of the Company adopted and approved by the Company in the past (a copy of which is tabled at the SGM and marked “A” and signed by the chairman of the meeting for the purpose of identification) be and are hereby approved and adopted in substitution for, and to the exclusion of, the existing Bye-laws of the Company; and

- (c) any director, secretary and/or registered office provider of the Company be and is/are hereby authorised to do all such acts as may be necessary or expedient in order to effect and implement the Proposed Amendments and the adoption of the New Bye-laws and to make relevant registrations and filings in accordance with the requirements of the applicable laws of Bermuda and Hong Kong.”

By order of the Board  
**Cinda International Holdings Limited**  
**Lau Mun Chung**  
*Executive Director*

Hong Kong, 6 July 2022

As at the date hereof, the Board comprises:

*Executive Directors:* Ms. Zhu Ruimin (Chairman)  
Mr. Zhang Yi (Chief Executive Officer)  
Mr. Lau Mun Chung (Deputy Chief Executive Officer)

*Non-executive Director:* Mr. Chow Kwok Wai

*Independent non-executive Directors:* Mr. Hung Muk Ming  
Mr. Xia Zhidong  
Mr. Liu Xiaofeng

*Website:* <http://www.cinda.com.hk>

*Notes:*

1. A form of proxy for use at the SGM is enclosed herewith.
2. In order to qualify for attending the SGM, all transfer documents, accompanied by the relevant share certificates, must be lodged with the Hong Kong branch share registrar of the Company, Tricor Secretaries Limited, whose share registration public offices are located at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration no later than 4:30 p.m. on 25 July 2022.
3. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the same.
4. A member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or (in respect of a member who is a holder of two or more Shares) more than one proxy to attend and vote in his/her stead. A proxy need not be a member of the Company. If more than one proxy is so appointed, the appointment shall specify the number of shares in respect of which each such proxy is so appointed.
5. In order to be valid, the form of proxy must be deposited at the Company's Hong Kong branch share registrar, Tricor Secretaries Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong together with a power of attorney or other authority, if any, under which it is signed or a certified copy of that power or authority, not less than 48 hours before the time for holding the meeting (i.e. by 27 July 2022, at 11:00 a.m.) or any adjournment thereof.
6. Completion and return of the form of proxy will not preclude a member from attending and voting in person at the meeting convened by the above notice or at any adjournment thereof (as the case may be) should the member so wish, and in such event, the instrument appointing a proxy shall be deemed to be revoked.

## **PRECAUTIONARY MEASURES FOR SGM**

The health of the Shareholders, staff and stakeholders of the Company is of paramount importance. To prevent and control the spread of the ongoing novel coronavirus (“**COVID-19**”) pandemic, the Company will implement the following at the SGM as part of the control measures to safeguard the health and safety of the attending Shareholders, staff and stakeholders of the Company:

- (a) compulsory body temperature checks will be conducted for every attending Shareholder, proxy or other attendee at the entrance of the meeting venue. Any person who has a body temperature of over 37.5 degree Celsius or is subject to the mandatory quarantine order imposed by the Hong Kong Government will be denied entry into or be required to leave the meeting venue, and the Company will request such persons to stay in an isolated place for completing the voting procedures;
- (b) each attendee must wear a surgical face mask throughout the SGM and inside the meeting venue;
- (c) the Company will maintain a safe distance between seats;
- (d) no refreshments and beverages will be served;
- (e) no distribution of coupons for subsequent consumption; and
- (f) attendees will be accommodated in separate partitioned rooms or areas of not more than 20 persons (or such number as may be allowed under the Prevention and Control of Disease (Prohibition on Gathering) Regulation (Chapter 599G of the Laws of Hong Kong)) each.

In addition, the Company would like to remind all attending Shareholders that physical attendance in person at the SGM is not necessary for the purpose of exercising voting rights. The Company strongly encourages the Shareholders to consider appointing the chairman of the SGM as their proxy to vote as instructed by the Shareholders on the relevant resolution at the SGM, instead of attending the SGM in person.

In the event of any regulation imposed by the Hong Kong Government due to COVID-19 requiring the change of the date or place of the meeting, the Company will publish an announcement on the websites of both the Company ([www.cinda.com.hk](http://www.cinda.com.hk)) and the HKEXnews ([www.hkexnews.hk](http://www.hkexnews.hk)) to notify the Shareholders that the SGM has been adjourned (however, a failure to publish such a notice shall not affect the adjournment of such meeting). The Company will publish a further announcement on its corporate website ([www.cinda.com.hk](http://www.cinda.com.hk)) and the HKEXnews’ website ([www.hkexnews.hk](http://www.hkexnews.hk)) to notify the Shareholders of the date, time and location of the adjourned SGM.