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## **CHINA INVESTMENT DEVELOPMENT LIMITED**

**中國投資開發有限公司**

*(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)*

**(Stock Code: 204)**

### **PROPOSED**

- (1) AMENDMENTS TO THE BYE-LAWS OF THE COMPANY AND ADOPTION OF THE AMENDED AND RESTATED BYE-LAWS OF THE COMPANY;**
- (2) INCREASE IN AUTHORISED SHARE CAPITAL; AND**
- (3) CHANGE IN COMPANY NAME**

The board (the “**Board**”) of directors (the “**Directors**”) of China Investment Development Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) proposes to (1) amend the existing Bye-laws of the Company (the “**Bye-laws**”) and adopt the amended and restated Bye-laws of the Company (the “**Amended Bye-laws**”) in substitution for and to the exclusion of the Bye-laws; (2) increase in authorised share capital of the Company and (3) change the names of the Company.

### **PROPOSED AMENDMENTS TO THE BYE-LAWS OF THE COMPANY AND ADOPTION OF THE AMENDED AND RESTATED BYE-LAWS OF THE COMPANY**

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**”), the Board proposes that certain amendments (the “**Proposed Amendments**”) be made to the existing Bye-Laws by way of adoption of the Amended Bye-laws in substitution for and to the exclusion of the Bye-laws, for the purposes of, among other things, (i) bringing the Bye-laws in alignment with the Core Shareholder Protection Standards set out in Appendix 3 of the Listing Rules; (ii) allowing general meetings to be held as electronic meetings (also referred to as virtual general meetings) or as hybrid meetings where the shareholders of the Company (the “**Shareholders**”) may participate by electronic means or by attending the meetings physically; (iii) making house-keeping amendments to the Amended Bye-laws to clarify the

existing practices of the Company and to reflect certain updates in relation to the applicable laws of the Bermuda (including under the Companies Act 1981 of Bermuda) and Listing Rules; and (iv) making consequential amendments in line with the Proposed Amendments.

The Proposed Amendments shall be subject to the passing of a special resolution by the Shareholders at the forthcoming annual general meeting of the Company (the “AGM”), and the Amended Bye-laws shall become effective upon the passing of such special resolution at the AGM.

## **PROPOSED INCREASE IN AUTHORISED SHARE CAPITAL**

The existing authorised share capital of the Company is HK\$100,000,000 divided into 1,000,000,000 ordinary shares of par value HK\$0.10 each (the “Shares”), of which 360,394,859 Shares were in issue. In order to provide the Company with greater flexibility for future development, the Board proposes to increase the authorised share capital of the Company to HK\$300,000,000 divided into 3,000,000,000 Shares by the creation of an additional 2,000,000,000 Shares (the “**Increase in Authorised Share Capital**”). Such new Shares, upon issue, shall rank pari passu in all respects with the existing Shares. The Increase in Authorised Share Capital is subject to the approval of the Shareholders by way of passing an ordinary resolution at the forthcoming AGM.

## **PROPOSED CHANGE IN COMPANY NAME**

The Board of the Company proposes to change the English name of the Company from “CHINA INVESTMENT DEVELOPMENT LIMITED” to “CAPITAL REALM FINANCIAL HOLDINGS GROUP LIMITED”, and the secondary name of the Company in Chinese from “中國投資開發有限公司” to “資本界金控集團有限公司” (the “**Proposed Change of Company Name**”).

### **Conditions of the Proposed Change of Company Name**

The Proposed Change of Company Name is subject to the fulfillment of the following conditions:

- (a) the passing of a special resolution by the shareholders of the Company (the “**Shareholders**”) at the AGM to approve, among others, the Proposed Change of Company Name; and
- (b) the Registrar of Companies in Bermuda having approved the Proposed Change of Company Name.

The relevant filing with the Registrar of Companies in Bermuda will be made after the passing of the special resolution regarding the Proposed Change of Company Name at the AGM. Subject to the satisfaction of the conditions set out above, the Proposed Change of Company Name will take effect from the date on which the Registrar of Companies in Bermuda registers the new English name in place of the existing English name of the Company and registers the secondary name of the Company as set out in the certificate of incorporation on change of name and the certificate of secondary name to be issued by the Registrar of Companies in Bermuda respectively. The Company will then carry out the necessary filing procedures with the Companies Registry in Hong Kong.

### **Reasons for the Proposed Change of Company Name**

The Board considers that the Proposed Change of Company Name will provide the Company with a new corporate image and identity which will benefit the Company's future business development. Therefore, the Board considers that the Proposed Change of Company Name is in the best interests of the Company and the Shareholders as a whole.

### **Effects of the Proposed Change of Company Name**

The Proposed Change of Company Name will not affect any of the rights of the Shareholders or daily business operation of the Company and its financial position. All existing share certificates in issue bearing existing name of the Company will, after the Proposed Change of Company Name, continue to be evidence of legal title and valid for all purposes (including for the purposes of trading, settlement, registration and delivery).

Accordingly, there will not be any arrangement for the exchange of the share certificates of the Company under its existing name for new share certificates under the new name of the Company. Once the Proposed Change of Company Name becomes effective, share certificates of the Company will be issued in the new name of the Company.

In addition, subject to the confirmation by The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"), the Company will change the English and Chinese stock short names of the Company for trading in the securities on the Stock Exchange after the Proposed Change of Company Name becomes effective. Subject to the Proposed Change of Company Name becoming effective, the Company will also adopt a new logo and a new website address.

Further announcement(s) will be made by the Company to inform the Shareholders of the results of the AGM, the effective date of the Proposed Change of Company Name, the new stock short names of the Company for trading of its shares on the Stock Exchange and other relevant information when appropriate.

## **The AGM**

The AGM will be convened and held for the purpose of considering and, if thought fit, approving, the Proposed Amendments to the Bye-Laws of the Company and adoption of the Amended Bye-Laws of the Company, the Increase in Authorised Share Capital and the Proposed Change of Company Name.

A circular containing, among others, details of the Proposed Amendments, details of the Increase in Authorised Share Capital, the details of the Proposed Change of the Company Name and a notice convening the AGM will be despatched to the Shareholders in due course.

By Order of the Board  
**China Investment Development Limited**  
**Han Zhenghai**  
*Chairman*

Hong Kong, 28 July 2023

*As at the date of this announcement, the Board comprises Mr. Chan Cheong Yee and Mr. Chan Yiu Pun Clement as executive Directors; Mr. Han Zhenghai (Chairman), Mr. Deng Dongping, Mr. Liu Lihan, Mr. Zhu Zhikun, Mr. Lyu Ping and Ms. Mo Xiuping as non-executive Directors; and Ms. Mo Li, Mr. Shi Zhu and Ms. Chen Shunqing as independent non-executive Directors.*