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**NVC International Holdings Limited**  
**雷士國際控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 2222)**

**PROPOSED AMENDMENTS TO  
THE MEMORANDUM AND ARTICLES OF ASSOCIATION**

This announcement is made by NVC International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) 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 of directors of the Company (the “**Board**”) proposed to amend the existing memorandum and articles of association of the Company (collectively, the “**Proposed Amendments**”) in order to (i) reflect the change to par value of the shares of the Company from US\$0.0000001 each to US\$0.000001 each due to share consolidation effected on 27 October 2023, (ii) incorporate certain amendments to implement the electronic dissemination of the Company’s corporate communications to the fullest extent as permitted under the Listing Rules; and (iii) incorporate certain corresponding and housekeeping amendments as appropriate.

The Board proposed to effect the Proposed Amendments by way of adoption of the third amended and restated memorandum of association of the Company (the “**Third Amended and Restated Memorandum of Association**”) and the fourth amended and restated articles of association of the Company (the “**Fourth Amended and Restated Articles of Association**”) in substitution and exclusion of the existing second amended and restated memorandum of association of the Company and the existing third amended and restated articles of association of the Company.

The Proposed Amendments and the proposed adoption of the Third Amended and Restated Memorandum of Association and the Fourth Amended and Restated Articles of Association 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 (the “**AGM**”). Prior to the passing of such special resolution at the AGM, the existing memorandum and articles of association shall remain valid.

A circular containing, among others, details of the Proposed Amendments and a notice of the AGM will be available at the Company’s website (<http://www.nvc-international.com>) and the Stock Exchange’s website (<http://www.hkexnews.hk>) and disseminated to the Shareholders in due course.

By Order of the Board  
**NVC International Holdings Limited**  
**Wang Donglei**  
*Chairman*

Hong Kong, 22 April 2024

As at the date of this announcement, the Board consists of the following directors:

*Executive Directors:*

WANG Donglei  
CHAN Kim Yung, Eva  
XIAO Yu  
WANG Keven Dun

*Non-executive Director:*

YE Yong

*Independent Non-executive Directors:*

LEE Kong Wai, Conway  
WANG Xuexian  
CHEN Hong