

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



HUA LIEN INTERNATIONAL (HOLDING) COMPANY LIMITED

華聯國際（控股）有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 969)

ANNOUNCEMENT

TIMING OF ANNUAL GENERAL MEETING

Reference is made to the announcement of Hua Lien International (Holding) Company Limited (the “**Company**”) dated 1 June 2017 in relation to the directors of the Company (the “**Director(s)**”) subject to retirement at the 2017 annual general meeting of the Company (the “**AGM**”) and certain Directors’ notifications of their intention not to stand for re-election at the AGM (the “**Announcement**”).

As disclosed in the Announcement, the Company has recently received from each of Mr. Hu Yebi (“**Mr. Hu**”), an executive Director, and Dr. Zheng Liu (“**Dr. Zheng**”), an independent non-executive Director, a notification of his/her intention not to stand for re-election at the AGM. As a result, the Company had to take immediate steps to respond to such Directors’ notifications, including preparing and issuing the Announcement, as well as making the necessary changes to the circular of the Company containing the notice of the AGM (the “**Notice of AGM**”) (the “**AGM Circular**”). As the Company requires more time to finalise the contents of the AGM Circular and the Notice of AGM to take into account the above, despite its best efforts, the Company is unable to dispatch the AGM Circular until 5 June 2017.

In order to provide the shareholders of the Company (the “**Shareholders**”) with adequate notice of the AGM and to comply with the 20 clear business days’ notice provision under code provision E.1.3 of the Corporate Governance Code contained in Appendix 14 of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”), the AGM shall take place on 5 July 2017, which is the earliest date of convening the AGM following the despatch of the AGM Circular on 5 June 2017.

** For identification purposes only*

NON-COMPLIANCE WITH LISTING RULES

The Company acknowledges that the timing of the AGM to be held on 5 July 2017 will result in a breach of Rule 13.46(2) of the Listing Rules which requires the Company to, among other things, lay its financial statements before its members at its annual general meeting within the period of 6 months after the end of the financial year or accounting reference period to which the annual financial statements relate, i.e. on or before 30 June of each year in the case of the Company.

The Company regrets that it was unable to comply with the timing requirement under Rule 13.46(2) of the Listing Rules. However, the Company believes that the delay of the AGM by three business days from the deadline prescribed under the Listing Rules will bring relatively minimal detriment to the interests of the Shareholders and the Company as a whole, while affording the Shareholders full notice of the AGM and adequate time to consider the resolutions to be proposed at the AGM as contained in the AGM Circular and the Notice of AGM.

The Directors and the Company take compliance with the Listing Rules very seriously and will endeavour to enhance its internal corporate governance measures to ensure timely compliance with, amongst others, Rule 13.46(2) of the Listing Rules in the future.

RELEVANT PROVISIONS OF THE ARTICLES

Article 70 of the articles of association of the Company (the “**Articles**”) mandates that the Company shall in each year hold an annual general meeting and not more than 15 months shall elapse (or such longer period as the Stock Exchange may authorise) between the date of one annual general meeting of the Company and that of the next. Pursuant to article 73(a) of the Articles, an annual general meeting shall be called by not less than 21 days’ notice in writing, exclusive of the day on which it is served or deemed to be served and of the day for which it is given. Furthermore, article 163(a) of the Articles provides that the board of Directors shall cause to be prepared and to be laid before the members of the Company at every annual general meeting a profit and loss account for the period, together with a balance sheet, a Directors’ report, an auditors’ report and such other reports and accounts as may be required by law.

The last annual general meeting of the Company was held on 28 June 2016. As such, the Company is of the view that the despatch of the Notice of AGM on 5 June 2017 and the timing of the AGM to be held on 5 July 2017 will not constitute any breach of the Articles.

For further details of the AGM, Shareholders should refer to the AGM Circular and the Notice of AGM to be dispatched on 5 June 2017.

This announcement has been approved by all of the Directors (other than Mr. Hu, Dr. Zheng, Ms. Li Xiao Wei and Mr. Yu Chi Jui).

By order of the Board
Hua Lien International (Holding) Company Limited
Han Hong
Executive Director

Hong Kong, 2 June 2017

As at the date of this announcement, the Board comprises eight directors, of which five are executive directors, namely Mr. Liu Xueyi, Mr. Han Hong, Mr. Hu Yebi, Mr. Wang Zhaohui and Dr. Xu Dandan and three are independent non-executive directors, namely Dr. Zheng Liu, Mr. Yu Chi Jui and Ms. Li Xiao Wei.