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AMBER HILL FINANCIAL HOLDINGS LIMITED

安山金控股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 33)

PROPOSED CHANGE OF COMPANY NAME, PROPOSED RE-ELECTION OF DIRECTORS AND CHANGE OF ADDRESS OF HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

PROPOSED CHANGE OF COMPANY NAME

The board (the “**Board**”) of directors (the “**Director(s)**”) of Amber Hill Financial Holdings Limited (the “**Company**”), which together with its subsidiaries, the “**Group**”) proposes to change the English name of the Company from “Amber Hill Financial Holdings Limited” to “International Genius Company” and to dispense with the use of the existing Chinese name of the Company, being “安山金控股份有限公司” (the “**Change of Company Name**”), subject to the conditions set out below being fulfilled.

Conditions of the Change of Company Name

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

- (i) the passing of a special resolution by the shareholders of the Company (the “**Shareholders**”) at an extraordinary general meeting (“**EGM**”) approving the Change of Company Name; and
- (ii) the approval of the Registrar of Companies in the Cayman Islands having been obtained for the Change of Company Name.

Subject to the satisfaction of the conditions set out above, the Change of Company Name will take effect from the date of issue of the certificate of incorporation on change of name by the Registrar of Companies in the Cayman Islands. The Company will then carry out all necessary filing procedures with the Companies Registry in Hong Kong.

Effect of the Change of Company Name

The Change of Company Name will not affect any rights of the holders of securities of the Company or the Group's daily business operation and its financial position.

All existing certificates of securities in issue bearing the present name of the Company shall, upon the Change of Company Name becoming effective, continue to be good evidence of title to such securities and valid for trading, settlement, registration and delivery purposes. There will not be any arrangement for exchange of the existing share certificates. Once the Change of Company Name becomes effective, new share certificates will be issued only in the new name of the Company.

In addition, upon the Change of Company Name becoming effective and subject to the confirmation by the Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"), the Company will change its stock short name for trading in the shares of the Company (the "**Shares**") on the Stock Exchange accordingly.

Reason for the Change of Company Name

The Board considers that the Change of Company Name will better reflect the current status of the Group and its direction of future development. The Board believes that the new name of the Company will provide the Company with a new corporate image which will benefit the Group's future business development. Therefore, the Board considers that the Change of Company Name is in the best interests of the Company and the Shareholders as a whole.

PROPOSED RE-ELECTION OF DIRECTORS

References are made to the announcements of the Company dated (i) 17 May 2022 in relation to, among others, the appointment of Mr. Yip Tze Wai Albert as an independent non-executive Director; and (ii) 20 June 2022 in relation to the appointment of Mr. Cheung Bonathan Wai Ka as a non-executive Director. According to article 114 of the articles of association of the Company, the Board shall have power from time to time and at any time to appoint any person as a Director either to fill a casual vacancy or as an addition to the Board. Any Director so appointed shall hold office only until the next following general meeting of the Company and shall then be eligible for re-election at that meeting. Accordingly, the Board proposes that Mr. Yip Tze Wai Albert and Mr. Cheung Bonathan Wai Ka (the "**Proposed Re-election of Directors**"), shall hold office until the forthcoming EGM and be eligible to offer themselves for re-election at the forthcoming EGM.

GENERAL

The EGM will be convened and held for the Shareholders to consider and, if thought fit, approve (i) the Change of Company Name; and (ii) the Proposed Re-election of Directors. A circular containing, among other matters, details of (i) the Change of Company Name and (ii) the Proposed Re-election of Directors, and a notice of the EGM and related proxy form will be despatched to the Shareholders as soon as practicable.

The Company will make further announcement(s) as and when appropriate on the poll results of the EGM, the effective date of the Change of Company Name and the new stock short name of the Company for trading in the Shares on the Stock Exchange and other relevant information.

CHANGE OF ADDRESS OF HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

With effect from 15 August 2022, the Hong Kong Branch Share Registrar and Transfer Office of the Company, Tricor Investor Services Limited (the “**Branch Share Registrar**”), will change its address from Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong to

**17/F, Far East Finance Centre
16 Harcourt Road
Hong Kong**

All telephone and facsimile numbers of the Branch Share Registrar will remain unchanged.

By Order of the Board
Amber Hill Financial Holdings Limited
Dr. Ng Yu
Chairman and Executive Director

Hong Kong, 22 July 2022

As at the date of this announcement, (i) the executive Directors are Dr. Ng Yu and Mr. Lin Feng; (ii) the non-executive Directors are Mr. Dai Chengyan and Mr. Cheung Bonathan Wai Ka; and (iii) the independent non-executive Directors are Mr. Lo Hang Fong, Mr. Wang Jun Sheng and Mr. Yip Tze Wai Albert.