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康師傅控股

TINGYI (CAYMAN ISLANDS) HOLDING CORP.

康師傅控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0322)

PROPOSED AMENDMENT TO THE ARTICLES OF ASSOCIATION

This announcement is made by Tingyi (Cayman Islands) Holding Corp. (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.

(1) THE PROPOSED AMENDMENT

The Company proposes to amend Article 57 of the articles of association of the Company (the “**Articles**”) by reducing the threshold that shareholders could convene an extraordinary general meeting from the current level of not less than 25% of the paid-up capital of the Company to not less than 10% of the paid-up capital of the Company (the “**Proposed Amendment**”).

(2) REASONS FOR THE PROPOSED AMENDMENT

The Proposed Amendment will bring the Articles with respect to the right of shareholders to convene extraordinary general meeting in line with that of the Companies Ordinance (Chapter 622 of the laws of Hong Kong).

(3) SHAREHOLDERS’ APPROVAL

The Proposed Amendment is subject to the approval of the shareholders of the Company by way of a special resolution.

A circular containing further details of the Proposed Amendment, together with the relevant notice of the general meeting and a proxy form, will be despatched to the shareholders of the Company on or about 15 April 2019.

By order of the Board
Tingyi (Cayman Islands) Holding Corp.
Mr. Wei Hong-Ming
Chairman and Executive Director

Shanghai, the PRC, 15 April 2019

As at the date of this announcement, Mr. Wei Hong-Ming, Mr. Junichiro Ida, Mr. Lin Chin-Tang, Mr. Teruo Nagano, Mr. Wei Hong-Chen and Mr. Koji Shinohara are executive Directors of the Company. Mr. Hsu Shin-Chun, Mr. Lee Tiong-Hock and Mr. Hiromu Fukada are independent non-executive Directors of the Company.

websites: <http://www.masterkong.com.cn>
<http://www.irasia.com/listco/hk/tingyi>

* For identification purposes only