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## **LUNG CHEONG INTERNATIONAL HOLDINGS LIMITED**

**龍昌國際控股有限公司\***

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

**(Stock Code: 348)**

### **PROPOSED CHANGE OF COMPANY NAME**

**AND**

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

#### **PROPOSED CHANGE OF COMPANY NAME**

The Board proposes to change the name of the Company from “Lung Cheong International Holdings Limited” to “Haier Healthwise Holdings Limited 海爾智能健康控股有限公司” and the Company would no longer adopt its existing Chinese name “龍昌國際控股有限公司” for identification purpose.

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

In view of the proposed Change of Company Name, the Board also proposes to make certain amendments to the Memorandum and Articles of Association.

A circular containing, *inter alia*, details of the proposed Change of Company Name, proposed amendments to the Memorandum and Articles of Association and a notice convening the EGM will be despatched to the Shareholders as soon as practicable.

#### **PROPOSED CHANGE OF COMPANY NAME**

The board (the “**Board**”) of directors (the “**Directors**”) of Lung Cheong International Holdings Limited (the “**Company**”) proposes to change the name of the Company from “Lung Cheong International Holdings Limited” to “Haier Healthwise Holdings Limited 海爾智能健康控股有限公司” and the Company would no longer adopt its existing Chinese name “龍昌國際控股有限公司” for identification purpose (the “**Change of Company Name**”).

#### **Conditions for Change of Company Name**

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

1. the passing of a special resolution by the shareholders of the Company (the “**Shareholders**”) to approve the Change of Company Name at the extraordinary general meeting of the Company (the “**EGM**”); and

\* For identification purposes only

2. the Registrar of Companies in the Cayman Islands approving the Change of Company Name.

Subject to the satisfaction of the above conditions, the Change of Company Name will take effect on the date on which the special resolution to effect the change of name is passed at the EGM, and will be evidenced by the Certificate of Incorporation on Change of Name issued 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.

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

The Company and its subsidiaries (the “**Group**”) have been expanding its business focus from manufacturing and sales of toys only into research and development, marketing and distribution of commercial kitchen and consumer electronic products. The Board considers that the proposed Change of Company Name will better reflect the business focus and development of the Group. The Board believes that the proposed Change of Company Name is in the best interests of the Company and the Shareholders as a whole.

### **Effect of the Change of Company Name**

The Change of Company Name will not affect any of the rights of the Shareholders. If the Change of Company Name becomes effective, all existing share certificates in issue bearing the existing name of the Company will continue to be evidence of title to the shares of the Company and will continue to be valid for trading, settlement, delivery and registration for the same number of shares in the new name of the Company and the rights of any Shareholders will not be affected as a result of the Change of Company Name. Further announcement in relation to the change in stock short names will be made by the Company.

There will be no special arrangement for free exchange of the existing share certificates of the Company for new share certificates printed in the Company’s new name. Subject to the Change of Company Name becoming effective, future share certificates will be issued under the new name of the Company.

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

In view of the proposed Change of Company Name, the Board also proposes to make certain amendments to the Memorandum and Articles of Association of the Company (the “**Memorandum and Articles of Association**”) to reflect the change. Accordingly, the Board proposes to seek approval of the Shareholders by way of a special resolution for amendments to the Memorandum and Articles of Association at the EGM.

A circular containing, *inter alia*, details of the proposed Change of Company Name, proposed amendments to the Memorandum and Articles of Association and a notice convening the EGM will be despatched to the Shareholders as soon as practicable.

By order of the Board  
**Lung Cheong International Holdings Limited**  
**Diao Yunfeng**  
*Chairman and Chief Executive Officer*

Hong Kong, 1 December 2014

*As at the date of this announcement, the executive Directors are Mr. Diao Yunfeng (Chairman and Chief Executive Officer), Mr. Leung Lun, M.H., Ms. Fang Fang; and the independent non-executive Directors are Mr. Ye Tian Liu, Mr. Lai Yun Hung and Dr. Ko Peter, Ping Wah.*