

*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.*



## **CHINA SCE PROPERTY HOLDINGS LIMITED**

**中駿置業控股有限公司**

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

**(Stock Code: 1966)**

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

**AND**

### **PROPOSED AMENDMENTS AND RESTATEMENT OF THE MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY**

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

The Board proposes to change the English name of the Company from “China SCE Property Holdings Limited” to “China SCE Group Holdings Limited” and to change the dual foreign name of the Company in Chinese from “中駿置業控股有限公司” to “中駿集團控股有限公司”. The proposed Change of Company Name is subject to the approval by the Shareholders at the EGM by way of a special resolution and the approval of the Registrar of Companies in Cayman Islands.

#### **PROPOSED AMENDMENTS AND RESTATEMENT OF THE MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY**

In view of the proposed Change of Company Name, the Board also proposes to amend and restate the Memorandum and Articles of Association to reflect the proposed Change of Company Name, with the proposed Amendments and Restatement to take effect at the same time the proposed Change of Company Name takes effect. The proposed Amendments and Restatement are subject to the passing of a special resolution for the proposed Change of Company Name being entered in the register of companies maintained by the Registrar of Companies in the Cayman Islands, and shall include the amendments to the Memorandum and Articles of Association by replacing all references to “China SCE Property Holdings Limited 中駿置業控股有限公司” with “China SCE Group Holdings Limited 中駿集團控股有限公司”.

## **GENERAL**

The EGM will be convened for the Shareholders to consider and, if thought fit, approve the proposed Change of Company Name and the proposed Amendments and Restatement. A circular containing, amongst other things, further information regarding the proposed Change of Company Name and the proposed Amendments and Restatement, together with the notice of 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 China SCE Property Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) proposes to change the English name of the Company from “China SCE Property Holdings Limited” to “China SCE Group Holdings Limited” and the dual foreign name of the Company in Chinese from “中駿置業控股有限公司” to “中駿集團控股有限公司” (the “**Change of Company Name**”). A special resolution will be proposed at an extraordinary general meeting of the Company (the “**EGM**”) to be convened to consider and, if thought fit, approve the proposed Change of Company Name, amongst others.

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

The proposed Change of Company Name is to reflect the current status of the Group’s business and to better promote the corporate image and the future business development of the Group. As such, the Board is of the view that the proposed Change of Company Name is in the best interests of the Company and the shareholders of the Company (the “**Shareholders**”) as a whole.

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

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

- (i) the passing of a special resolution by the Shareholders at the EGM to approve, amongst others, the proposed Change of Company Name; and
- (ii) the Registrar of Companies in the Cayman Islands approving the proposed Change of Company Name.

Subject to the satisfaction of all the conditions set out above, the proposed Change of Company Name will take effect from the date on which the the Registrar of Companies in the Cayman Islands issues the certificate of incorporation on change of name confirming the new name has been registered. Thereafter, the Company will then carry out all necessary filing procedures with the Companies Registry in Hong Kong under the Companies Ordinance.

## **Effects of the Proposed Change of Company Name**

The proposed Change of Company Name will not affect any rights of the existing holders of securities of the Company nor the Company's daily business operation and its financial position.

All the existing certificates of securities of the Company in issue bearing the existing name of the Company will, upon the proposed Change of Company Name becoming effective, continue to be evidence of title to such securities of the Company and will continue to be valid for trading, settlement, registration and delivery of the same number of securities of the Company in the new English name and Chinese name of the Company. As soon as the proposed Change of Company Name has become effective, any new certificates of the securities of the Company will be issued in the new English name and Chinese name of the Company. There will not be any arrangement for free exchange of the existing certificates of the securities of the Company for new certificates bearing the new English name and Chinese name of the Company.

In addition, subject to the confirmation by The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"), the English stock short name and the Chinese stock short name for trading of the shares of the Company on the Stock Exchange will also be changed after the proposed Change of Company Name has become effective.

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

In view of the proposed Change of Company Name, the Board also proposes to amend and restate (the "**Amendments and Restatement**") the memorandum of association and the articles of association of the Company (the "**Memorandum and Articles of Association**") to reflect the proposed Change of Company Name, with the proposed Amendments and Restatement to take effect at the same time the proposed Change of Company Name takes effect.

At the EGM, a special resolution will be proposed for the Shareholders to consider and, if thought fit, approve, subject to the passing of a special resolution approving the proposed Change of Company Name and the new Company name being entered in the register of companies maintained by the Registrar of Companies in the Cayman Islands, the amendments to the Memorandum and Articles of Association by replacing all references to "China SCE Property Holdings Limited 中駿置業控股有限公司" with "China SCE Group Holdings Limited 中駿集團控股有限公司".

## **GENERAL**

The EGM will be convened for the Shareholders to consider and, if thought fit, approve the proposed Change of Company Name and the proposed Amendments and Restatement. A circular containing, amongst other things, further information regarding the proposed Change of Company Name and the proposed Amendments and Restatement, together with the notice of the EGM will be despatched to the Shareholders as soon as practicable.

Further announcement(s) will be made by the Company to inform the Shareholders of the results of the EGM, the effective date of the proposed Change of Company Name and the new English stock short name and Chinese stock short name for trading of the shares of the Company on the Stock Exchange.

By order of the Board  
**China SCE Property Holdings Limited**  
**Wong Chiu Yeung**  
*Chairman*

Hong Kong, 15 June 2018

*As at the date of this announcement, the executive directors of the Company are Mr. Wong Chiu Yeung, Mr. Chen Yuanlai, Mr. Cheng Hiu Lok, Mr. Huang Youquan and Mr. Wong Lun, and the independent non-executive directors are Mr. Ting Leung Huel Stephen, Mr. Lu Hong Te and Mr. Dai Yiyi.*