
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional advisor.

If you have sold or transferred all your shares in **Huarong International Financial Holdings Limited**, you should at once hand this circular, together with the enclosed form of proxy, to the purchaser(s) or the transferee(s), or to the bank, stock broker or other agent through whom the sale or the transfer was effected for transmission to the purchaser(s) or transferee(s).

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, 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 circular.



華融國際金融控股有限公司

HUARONG INTERNATIONAL FINANCIAL HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 993)

**PROPOSED CHANGE OF COMPANY NAME
AND
NOTICE OF SPECIAL GENERAL MEETING**

Capitalised terms used in this cover page shall have the same meanings as those defined in this circular.

A notice convening the SGM to be held at Conference Room 1, Level 29, One Pacific Place, 88 Queensway, Hong Kong on 20 February 2025, Thursday at 11:00 a.m. is set out on pages 6 to 7 of this circular.

The proxy form for the SGM is enclosed. Whether or not you are able to attend and vote at the SGM in person, please complete the accompanying proxy form in accordance with the instructions printed thereon and return the same to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, as soon as possible and in any event not less than 48 hours before the time scheduled for the holding of the SGM (i.e. before 11:00 a.m. on 18 February 2025, Tuesday) or any adjournment or postponement thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the SGM or any adjournment or postponement thereof should you so wish and in such event, the proxy form shall be deemed to be revoked.

28 January 2025

CONTENTS

	<i>Page no.</i>
Definitions	1
Letter from the Board	2
Notice of Special General Meeting	6

DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:

“Board”	the board of Directors
“Company”	Huarong International Financial Holdings Limited (華融國際金融控股有限公司), a company incorporated in Bermuda with limited liability, the issued shares of which are listed on the Stock Exchange (stock code: 993)
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	22 January 2025, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange as amended, supplemented or otherwise modified from time to time
“Proposed Change of Company Name”	the proposed change of the English name of the Company from “Huarong International Financial Holdings Limited” to “XinKong International Capital Holdings Limited” and the change of the secondary name of the Company in Chinese from “華融國際金融控股有限公司” to “信控國際資本有限公司”
“SGM”	the special general meeting of the Company to be held at Conference Room 1, Level 29, One Pacific Place, 88 Queensway, Hong Kong on 20 February 2025, Thursday at 11:00 a.m., notice of which is set out on pages 6 to 7 of this circular
“Share(s)”	issued ordinary share(s) of HK\$0.001 each in the capital of the Company
“Shareholder(s)” or “Member(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent.

LETTER FROM THE BOARD



華融國際金融控股有限公司

HUARONG INTERNATIONAL FINANCIAL HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 993)

Non-executive Directors:

Mr. WANG Cheng (*Chairman*)
Ms. TAN Jieyu

Executive Directors:

Mr. CHEN Qinghua (*Chief Executive Officer*)
Mr. LU Xinzheng

Independent Non-executive Directors:

Mr. HUNG Ka Hai Clement
Mr. MA Lishan
Mr. GUAN Huanfei

Registered Office:

Clarendon House
2 Church Street
Hamilton HM11
Bermuda

*Head Office and Principal Place
of Business:*

15th Floor
China Huarong Tower
60 Gloucester Road
Wanchai
Hong Kong

Hong Kong, 28 January 2025

To the Shareholders,

Dear Sir or Madam,

**PROPOSED CHANGE OF COMPANY NAME
AND
NOTICE OF SPECIAL GENERAL MEETING**

INTRODUCTION

Reference is made to the announcement of the Company dated 20 January 2025 in relation to the Proposed Change of Company Name. The purpose of this circular is to provide you with (i) information regarding the special resolution to be proposed at the SGM relating to the Proposed Change of Company Name; and (ii) the notice of the SGM.

PROPOSED CHANGE OF COMPANY NAME

The Board proposed to change the English name of the Company from “Huarong International Financial Holdings Limited” to “XinKong International Capital Holdings Limited” and the change of the secondary name of the Company in Chinese from “華融國際金融控股有限公司” to “信控國際資本有限公司”.

LETTER FROM THE BOARD

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 SGM to approve the Proposed Change of Company Name; and

(ii) the approval for the Proposed Change of the Company Name having been granted by the Registrar of Companies in Bermuda.

Subject to the satisfaction of the conditions set out above, the Proposed Change of Company Name will take effect from the date of registration as set out in the certificate of incorporation on change of name and the certificate of secondary name issued by the Registrar of Companies in Bermuda. Thereafter, the Company will comply with the necessary filing procedures with the Companies Registry in Hong Kong.

Reasons for the Proposed Change of Company Name

The company name of the ultimate controlling shareholder of the Company has been changed to China CITIC Financial Asset Management Co., Ltd.. The Board considers that the Proposed Change of Company Name will better reflect the current status of the Company and will provide the Company with a new corporate image, which will benefit the Company's future business development. Therefore, the Board believes that the Proposed Change of Company Name is in the interests of the Company and the Shareholders as a whole.

Effect of the Proposed Change of Company Name

The Proposed Change of Company Name will not affect any rights of the Shareholders. All existing share certificates 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 effective and as documents of legal title to the Shares and will remain valid for trading, settlement, registration and delivery purposes. Accordingly, there will not be any arrangement for the free exchange of the existing Share certificates for new Share certificates bearing the new name of the Company. Upon the Proposed Change of Company Name becoming effective, any new Share certificates will be issued under the new name of the Company.

In addition, subject to the confirmation by the Stock Exchange, the English and Chinese stock short names of the Company for trading of the Shares on the Stock Exchange will also be changed after the Proposed Change of Company Name becoming effective.

The Company will make further announcement(s) on the Proposed Change of the Company Name and the effective dates of the Proposed Change of Company Name, the new English and Chinese stock short names of the Company under which the Shares will be traded on the Stock Exchange and the new logo and address of the new website of the Company (if any) as and when appropriate. The stock code of the Company will remain unchanged.

LETTER FROM THE BOARD

The Proposed Change of Company Name will not affect the Group's daily business operations and its financial position.

THE SGM

The SGM will be convened and held for the purposes of considering and, if thought fit, passing the relevant resolution to approve the Proposed Change of Company Name.

A notice convening the SGM to be held at Conference Room 1, Level 29, One Pacific Place, 88 Queensway, Hong Kong on 20 February 2025, Thursday at 11:00 a.m. is set out on pages 6 to 7 of this circular. A form of proxy for use at the SGM is enclosed. Whether or not you will be able to attend the SGM, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return the same to the branch share registrar of the Company in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the SGM or any adjournment or postponement thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the SGM or any adjournment or postponement thereof should you so desire and in such event, the instrument appointing the proxy shall be deemed to have been revoked.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from 17 February 2025, Monday to 20 February 2025, Thursday, both days inclusive, during which period no transfer of shares of the Company will be effected. In order to qualify for attending and voting at the SGM, all completed transfers forms accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on 14 February 2025, Friday.

VOTING AT THE SGM

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll. Therefore, the resolution proposed at the SGM shall be voted by poll. The results of the poll will be announced in accordance with Rule 13.39(5) of the Listing Rules after the conclusion of the SGM.

To the best of the Directors' knowledge, information and belief, as at the Latest Practicable Date, no Shareholder is required to abstain from voting on the proposed resolution approving the Proposed Change of Company Name at the SGM.

LETTER FROM THE BOARD

RECOMMENDATION

The Directors consider that the Proposed Change of Company Name is in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of the resolutions to be proposed at the SGM to approve the Proposed Change of Company Name.

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

Yours faithfully
By order of the Board
Huarong International Financial Holdings Limited
Wang Cheng
Chairman

NOTICE OF SPECIAL GENERAL MEETING



華融國際金融控股有限公司

HUARONG INTERNATIONAL FINANCIAL HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 993)

NOTICE IS HEREBY GIVEN THAT a special general meeting (the “SGM”) of Huarong International Financial Holdings Limited (the “**Company**”) will be held at 11:00 a.m. on 20 February 2025, Thursday at Conference Room 1, Level 29, One Pacific Place, 88 Queensway, Hong Kong for the purpose of considering and, if thought fit, passing with or without amendments, the following resolution:

SPECIAL RESOLUTION

“**THAT** subject to and conditional upon the approval of the Registrar of Companies in Bermuda being obtained, the English name of the Company be changed from “Huarong International Financial Holdings Limited” to “XinKong International Capital Holdings Limited”, and the secondary name of the Company in Chinese be changed from “華融國際金融控股有限公司” to “信控國際資本有限公司” (collectively, the “**Change of Company Name**”) and that any one or more of the directors of the Company be and are hereby authorised to do all such acts and things and execute all such documents as he considers necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Change of Company Name and to attend to any necessary registration and/or filing for and on behalf of the Company.”

By order of the Board

Huarong International Financial Holdings Limited

Wang Cheng

Chairman

Hong Kong, 28 January 2025

Notes:

1. The register of members of the Company will be closed from 17 February 2025, Monday to 20 February 2025, Thursday, both days inclusive, during which period no transfer of shares of the Company will be effected. In order to qualify for attending and voting at the SGM, all completed transfers forms accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on 14 February 2025, Friday.
2. The SGM will be convened in physical format. Shareholders who are entitled to attend and vote at the SGM may appoint one or more proxies to attend and vote on their behalf. A proxy need not be a Shareholder.
3. In order to be valid, the proxy form of Shareholders for the SGM must be deposited by hand or by post to branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time for holding the SGM or any adjournment or postponement thereof. If the proxy form is signed by a person under a power of attorney or other authority, a certified copy of that power of attorney or authority shall be deposited at the same time as mentioned in the

NOTICE OF SPECIAL GENERAL MEETING

proxy form. Completion and return of the proxy form will not preclude Shareholders from attending and voting in person at the SGM or any adjourned or postponed meetings thereof should they so wish and in such event, the proxy form shall be deemed to be revoked.

4. Shareholders or their proxies shall provide their identification documents when attending the SGM. In case of a corporate Shareholder, its proxy or other person authorised to attend the meeting with a resolution passed by the board of directors or other decision-making authorities of which the Shareholder is a member should provide a copy of such resolution.
5. In case of joint Shareholders, the vote of the senior joint Shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint Shareholder(s) and for this purpose seniority will be determined by the order in which the names stand on the register of members of the Company in respect of the joint shareholding.
6. In the case of any inconsistency between the Chinese translation and the English text hereof, the English text shall prevail.
7. In case the SGM (or any adjournment or postponement thereof) is anticipated to be affected by black rainstorms or tropical cyclone with warning signal no. 8 or above, Shareholders are suggested to visit the Company's website at www.hrif.com.hk for arrangements of the SGM (or any adjournment or postponement thereof).

As at the date of this notice, the Board comprises Mr. Wang Cheng and Ms. Tan Jieyu as non-executive Directors, Mr. Chen Qinghua and Mr. Lu Xinzheng as executive Directors, and Mr. Hung Ka Hai Clement, Mr. Ma Lishan and Mr. Guan Huanfei as independent non-executive Directors.