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# **BIOSTIME**

**Biostime International Holdings Limited**

**合生元國際控股有限公司**

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

**(Stock Code: 1112)**

## **PROPOSED CHANGE OF COMPANY NAME**

The Board proposes to change the English name of the Company from “Biostime International Holdings Limited” to “Health and Happiness (H&H) International Holdings Limited” and the Chinese name of the Company from “合生元國際控股有限公司” to “健合 (H&H) 國際控股有限公司”.

The Proposed Change of Company Name is subject to the fulfilment of the conditions set out in the section headed “Conditions for the Change of Company Name” in this announcement.

A circular containing, amongst other things, (i) details regarding the Proposed Change of Company Name; and (ii) a notice convening a general meeting will be despatched to the Shareholders as soon as practicable.

The Company will make further announcement(s) on the effective date of the Proposed Change of Company Name and the change in the stock short name of the Company upon the Proposed Change of Company Name becoming effective.

## **PROPOSED CHANGE OF COMPANY NAME**

The board of directors (the “**Board**”) of Biostime International Holdings Limited (the “**Company**”) proposes to change the English name of the Company from “Biostime International Holdings Limited” to “Health and Happiness (H&H) International Holdings Limited” and the Chinese name of the Company from “合生元國際控股有限公司” to “健合 (H&H) 國際控股有限公司”. (the “Proposed Change of Company Name”).

## **CONDITIONS FOR THE CHANGE OF COMPANY NAME**

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

- (i) the passing of a special resolution (the “Name Change Resolution”) by the shareholders of the Company (the “Shareholders”) at a general meeting of the Company approving the Proposed Change of Company Name; and
- (ii) the Registrar of Companies in the Cayman Islands granting approval for the use by the Company of the proposed English name of “Health and Happiness (H&H) International Holdings Limited” and the proposed Chinese name of “健合 (H&H) 國際控股有限公司” and the entering of the proposed new English name and the proposed Chinese name of the Company into the register of companies by the Registrar of Companies in the Cayman Islands.

The Company currently expects to table the Name Change Resolution for the Shareholders’ approval in the upcoming annual general meeting of the Company (“AGM”).

The new names of the Company will take effect from the date on which the proposed new name of the Company is entered into the register of companies by the Registrar of Companies in the Cayman Islands. The Registrar of Companies in the Cayman Islands shall issue a Certificate of Incorporation on Change of Name thereafter. The Company will then carry out all necessary filing procedures with the Companies Registry in Hong Kong.

## **REASON FOR THE CHANGE OF COMPANY NAME**

With the new mission of “Making People Healthier and Happier”, the Company aspires to become a global leader in premium nutrition and wellness through its superior products and aspirational brands. In order to better reflect the equal importance of its two business segments, baby nutrition care and adult nutrition care, as well as its common corporate culture and values, the Company is planning to reposition itself with the new names which will embody the new mission and vision of the Company.

## **EFFECTS OF THE CHANGE OF COMPANY NAME**

The Proposed Change of Company Name will not affect any of the rights of the holders of securities of the Company. Save for the change of the stock short name to be announced by the Company in due course, the trading arrangements for the shares on The Stock Exchange of Hong Kong Limited will not be affected. All existing share certificates of the Company in issue bearing the existing English and Chinese names of the Company will, after the Proposed Change of Company Name becoming effective, continue to remain valid. Accordingly, there will not be any arrangement for free exchange of the existing share certificates for new share certificates bearing the new English and Chinese names of the Company.

Once the Proposed Change of Company Name has become effective, new share certificates of the Company will be issued only in the new name of the Company.

## **GENERAL**

A circular containing, amongst other things, (i) details of the Proposed Change of Company Name; and (ii) a notice convening the AGM and the related proxy form will be despatched to the Shareholders as soon as practicable.

The Company will make further announcement on the effective date of the Proposed Change of Company Name and the change in the stock short names of the Company upon the Proposed Change of Company Name becoming effective.

As no Shareholders have a material interest in the Proposed Change of Company Name, no shareholders will be required to abstain from voting on the special resolution approving the Proposed Change of Company Name at the AGM.

By order of the Board  
**Biostime International Holdings Limited**  
**Luo Fei**  
*Chairman*

Hong Kong, 3 April 2017

*As at the date of this announcement, the executive director of the Company is Mr. Luo Fei; the non-executive directors of the Company are Dr. Zhang Wenhui, Mr. Wu Xiong, Mr. Luo Yun and Mr. Chen Fufang; and the independent non-executive directors of the Company are Dr. Ngai Wai Fung, Mr. Tan Wee Seng and Professor Xiao Baichun.*