



RNS Notice of AGM

Notice of AGM

CATHAY INTERNATIONAL HOLDINGS LD

Released 11:57:32 28 August 2020

RNS Number : 4855X
 Cathay International Holdings Ld
 28 August 2020

Cathay International Holdings Limited ("Cathay" or the "Company")

Notice of Annual General Meeting ("AGM")

Hong Kong, 28 August 2020 - Cathay International Holdings Limited (LSE: CTI.L), an operator and investor in the growing healthcare sector in the People's Republic of China, today announces that a Annual General Meeting ("AGM") will be held at the Hong Kong Office of the Company at Suites 1203-4, 12/F., Li Po Chun Chambers, 189 Des Voeux Road Central, Hong Kong on 22 September 2020 at 4:00 p.m. (Hong Kong time) for the purpose of considering and, if thought fit, passing the following resolutions which will be proposed as Ordinary Resolutions, with the exception of resolutions 6 and 7 which will be proposed as Special Resolutions.

Ordinary Resolutions

1. To receive and adopt the Company's financial statements for the year ended 31 December 2019 together with the Directors' Report and the Independent Auditor's Report in respect of the financial statements and the Directors' Remuneration Report for the year ended 31 December 2019.
2. To re-elect as Independent Non-Executive Director Mr. Sum Soon Lim, who retires by rotation, in accordance with Bye-Law 84 of the Company's Bye-Laws.
3. To re-elect as Independent Non-Executive Director Mr. Kenneth K. Toong, who retires by rotation, in accordance with Bye-Law 84 of the Company's Bye-Laws.
4. To re-appoint BDO Limited as the Company's Auditor, to hold office until the conclusion of the next general meeting at which financial statements are laid before the Company and to authorise the directors to fix its remuneration.
5. THAT the authority of the directors to exercise the power of the Company to allot unissued shares comprised in the authorised share capital of the Company, grant options over or otherwise dispose of the same, as contained in Bye-Law 7 of the Bye-Laws of the Company be and is hereby renewed, provided that this authority shall (unless previously revoked or varied by the Company in general meeting) be limited to:
 - (a) the allotment of shares up to an aggregate nominal amount of USD12,818,398 representing not more than two thirds in nominal value of the shares of the Company as at 24 August 2020 in connection with an offer by way of rights issue to holders of shares in proportion (as nearly as may be practicable) to their respective holdings, but subject to such exclusions or other arrangements as the Board may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange; and
 - (b) in any other case, the allotment of shares up to an aggregate nominal amount of USD6,409,199 representing not more than one third in nominal value of the shares of the Company as at 24 August 2020. provided that this authority shall expire fifteen months after the date of the passing of this resolution or, if earlier, at the conclusion of the next Annual General Meeting of the Company ("the period of the authority") save that the Company may before the expiry date of the period of the authority make an offer or agreement which would or might require shares to be allotted after such expiry and the directors may allot shares in pursuance of any such offer or agreement as if the authority conferred hereby had not expired.

Special Resolutions

6. THAT the directors be and are hereby empowered to allot shares for cash as if Bye-Law 8 of the Bye-Laws of the Company did not apply to any such allotment and so that the power conferred by this resolution shall enable the Company to make any offer or agreement before the expiry of the period of the authority (as defined in the resolution numbered 5 in the notice of this meeting)

which would or might require shares to be allotted after the expiry of such period and so that notwithstanding such expiry the directors may allot shares pursuant to any such offer or agreement previously made by the Company as if the power conferred hereby had not expired.

PROVIDED however that the power conferred hereby shall:

- (a) be limited:
 - (i) to the allotment of shares in connection with or pursuant to any arrangement whereby the holders of shares at a record date or dates adopted for the purposes of the arrangement are entitled to acquire any shares of the Company issued for cash pursuant to such arrangement, in the proportion (as nearly as may be) to such holders' holdings of shares (or, as appropriate, to the numbers of such shares which such holders are for the purpose deemed to hold) subject to such exclusions or other arrangements as the directors may consider necessary or expedient to deal with shares representing fractional entitlements or the issue and/or transfer and/or holding of any securities in uncertificated form or legal or practical problems under or resulting from the apparent application of the laws of any territory or the requirements of any recognised regulatory body or stock exchange in any territory; and
 - (ii) to the allotment (otherwise than pursuant to sub-paragraph (i) above) of shares having an aggregate nominal value or, in the case of other equity securities, giving the right to subscribe for or convert into shares having an aggregate nominal value not exceeding USD961,380; and
 - (b) expire at the conclusion of the period of authority (as defined above) except to the extent that the same is renewed or extended prior thereto.
7. THAT the Company be and is hereby unconditionally and generally authorised to make market purchases (as defined in Section 693(4) of the Companies Act 2006 of the United Kingdom of Great Britain and Northern Ireland) of Common shares of USD0.01 in the capital of the Company provided that:
- (a) the maximum number of shares hereby authorised to be acquired is 191,381,122;
 - (b) the minimum price which may be paid for such shares is USD0.01 per share;
 - (c) the maximum price which may be paid for such shares is, in respect of a share contracted to be purchased on any day, an amount equal to the higher of: (i) 105 per cent of the average of the middle market quotations for such shares shown in the Daily Official List of London Stock Exchange plc for the five business days in respect of which such Daily Official List is published immediately preceding the day on which the share is contracted to be purchased; and (ii) the higher of the price of the last independent trade and the highest current independent bid as stipulated by the Buy-back and Stabilisation Regulations (EC2273/2003) (in each case excluding expenses);
 - (d) the authority hereby conferred shall expire fifteen months after the date of the passing of this resolution or, if earlier, at the conclusion of the next Annual General Meeting of the Company; and
 - (e) the Company may make a contract to purchase its own shares under the authority hereby conferred prior to the expiry of such authority which will or may be executed wholly or partly after the expiry of such authority, and may make a purchase of its own shares in pursuance of any such contract.

BY ORDER OF THE BOARD

Yiu Chi Hung, Company Secretary

-Ends-

For further enquiries, please contact:

Cathay International Holdings Limited

Eric Siu (Finance Director)

Tel: +852 2828 9289

Patrick Sung (Director and Controller)

SPARK Advisory Partners Limited (financial adviser)

Andrew Emmott / James Keeshan

Tel: +44 (0) 20 3368 3555

About Cathay

Cathay International Holdings Limited (LSE: CTI.L) is a main market listed investment holding company and an operator and investor in the healthcare sector in the People's Republic of China (the "PRC"). The Company and its subsidiaries (collectively the "Group") aim to leverage on investment opportunities in the growing domestic demand for high quality healthcare products in the PRC and build portfolio companies into market sector leaders with competitive edge. Cathay has already demonstrated a track record of identifying investment opportunities in this area including: Lanser, a leading specialty pharmaceutical company focused on rheumatology and dermatology in the PRC; Haizi, a company engaged in the manufacture, marketing and sale of inositol and its by-product, di-calcium phosphate; Natural Dailyhealth, a company engaged in production and sales of plant extracts for use as key active ingredients in healthcare products; and Botai, a company engaged in collagen products.

The Group employs approximately 1,300 people across the PRC, including over 20 specialist corporate and business development staff based at the holding company's offices in Hong Kong and Shenzhen. Cathay also has a hotel investment. For more information please visit the Company's website: www.cathay-intl.com.hk.

This information is provided by RNS, the news service of the London Stock Exchange. RNS is approved by the Financial Conduct Authority to act as a Primary Information Provider in the United Kingdom. Terms and conditions relating to the use and distribution of this information may apply. For further information, please contact rns@lseg.com or visit www.rns.com.

RNS may use your IP address to confirm compliance with the terms and conditions, to analyse how you engage with the information contained in this communication, and to share such analysis on an anonymised basis with others as part of our commercial services. For further information about how RNS and the London Stock Exchange use the personal data you provide us, please see our [Privacy Policy](#).

END

NOAPPMMTMTATBAM

London Stock Exchange plc is not responsible for and does not check content on this Website. Website users are responsible for checking content. Any news item (including any prospectus) which is addressed solely to the persons and countries specified therein should not be relied upon other than by such persons and/or outside the specified countries. [Terms and conditions](#), including restrictions on use and distribution apply.

© 2020 London Stock Exchange plc. All rights reserved.