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## **Star Properties Group (Cayman Islands) Limited**

**星星地產集團(開曼群島)有限公司**

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

**(Stock Code: 1560)**

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

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The Board proposes to change the English name of the Company from “Star Properties Group (Cayman Islands) Limited” to “Star Group Company Limited” and the Chinese name of the Company from “星星地產集團(開曼群島)有限公司” to “星星集團有限公司”.

The Proposed Change of Company Name is subject to the passing of a special resolution by the Shareholders at the forthcoming AGM approving the Proposed Change of Company Name; and the approval of the Registrar of Companies in the Cayman Islands approving the Proposed Change of Company Name by issuing a certificate of incorporation on change of name.

A circular containing, among other matters, information in relation to the Proposed Change of Company Name together with a notice of the AGM and related form of proxy will be despatched to the Shareholders as soon as practicable.

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

The board (the “**Board**”) of directors (the “**Directors**”) of Star Properties Group (Cayman Islands) Limited (the “**Company**”, the Company and its subsidiaries, collectively the “**Group**”) proposes to change the English name of the Company from “Star Properties Group (Cayman Islands) Limited” to “Star Group Company Limited” and the Chinese name of the Company from “星星地產集團(開曼群島)有限公司” to “星星集團有限公司” (the “**Proposed Change of Company Name**”).

## **CONDITION FOR THE PROPOSED CHANGE OF COMPANY NAME**

The Proposed 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 Proposed Change of Company Name at the forthcoming annual general meeting of the Company (the “**AGM**”); and
- (2) the approval of the Registrar of Companies in the Cayman Islands in relation to the Proposed Change of Company Name by issuing a certificate of incorporation on change of name.

The relevant filings of the Registrar of Companies in the Cayman Islands will be made after the passing of the special resolution at the forthcoming AGM to be held by the Company. Subject to the satisfaction of the conditions set out above, the Proposed Change of Company Name will take effect from the date of entry of the new name of the Company on the register maintained by the Registrar of Companies in the Cayman Islands. The Company will then carry out the necessary filing procedures with the Companies Registry in Hong Kong.

In addition, subject to the confirmation of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), the English and Chinese stock short names for trading in the shares of the Company (the “**Shares**”) will also be changed after the Proposed Change of Company Name becomes effective.

## **REASONS FOR THE PROPOSED CHANGE OF COMPANY NAME**

The Board evaluates from time to time the business strategies of the Group. It is not only dedicated to develop the Group’s existing core businesses but is also dynamic in value creation through diversification and expansion into new business area.

On 22 October 2020, the Company has completed a very substantial acquisition to acquire an established brand, namely, “Metropolitan” brand together with its underlying investment properties and businesses (“**VSA**”). After the completion of VSA, the Company is principally engaged in property development and property investment for sale, rental or capital appreciation, provision of property management services; provision of finance; and operation of various lifestyle businesses under “Metropolitan” brand. Besides, the Company has commenced its provision of construction and fitting out works businesses during the year.

With further development and expansion of the business scope of the Group, the Board considers that the Proposed Change of Company Name will provide the Company with a more appropriate corporate identity and strategic direction. As such, the Board considers that the proposed new name of the Company will better reflect the current status of the Group’s business development and it’s direction of future strategic business development, and provide the Company with a fresh corporate image and identity which will benefit the Company’s future development. Therefore, the Board considers that the Proposed Change of Company Name is in the best 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 valid evidence of legal title to the Shares and will continue to be valid for trading, settlement, registration and delivery purposes.

Accordingly, there will not be any arrangement for the free exchange of existing share certificates of the Company for new share certificates bearing the new name of the Company. Upon the Proposed Change of Company Name become effective, any further issue of share certificates thereafter will bear the new name of the company and the securities of the Company will be traded on the Stock Exchange under the new name. In addition, after the Proposed Change of Company Name becomes effective, the Company will change the English and Chinese stock short names accordingly, subject to the confirmation of the Stock Exchange. The Company will make further announcement(s) on the Proposed Change of Company Name as soon as practicable after the Proposed Change of Company Name has become effective and will announce the change of the stock short name following the Proposed Change of Company Name. The stock code of the Company will remain as “1560”.

## **GENERAL**

The Proposed Change of Company Name is subject to Shareholders’ approval at the forthcoming AGM and no Shareholders are required to abstain from voting on the resolution in relation to the Proposed Change of Company Name. A circular containing, among other things, details regarding the Proposed Change of Company Name and the Proposed Second Amended and Restated Memorandum and Articles of Association, and the notices convening the forthcoming AGM will be despatched to the Shareholders as soon as practicable. Further announcement(s) will be made by the Company as and when appropriate to inform the Shareholders of, among other things, the effective date of the Proposed Change of Company Name and, where necessary, the change of stock short names of the Company for trading of the Shares on the Stock Exchange.

For and on behalf of the Board  
**Star Properties Group (Cayman Islands) Limited**  
**Chan Man Fai Joe**  
*Chairman*

Hong Kong, 31 March 2021

*As at the date of this announcement, the Board consists of four executive Directors, namely Mr. Chan Man Fai Joe (Chairman), Ms. Cheung Wai Shuen, Mr. Liu Hon Wai and Prof. Pong Kam Keung; one non-executive Directors, namely Mr. Yim Kwok Man; and three independent non-executive Directors, namely Dr. Wong Wai Kong, Mr. Lee Chung Ming Eric and Ms. Chan Wah Man Carman.*