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## **HUAJUN INTERNATIONAL GROUP LIMITED**

**華君國際集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 377)**

### **MEMORANDUM OF UNDERSTANDING IN RESPECT OF POTENTIAL TRANSACTION**

This announcement is made by the Company pursuant to Rule 13.09(2)(a) of the Listing Rules and the Inside Information Provisions under Part XIVA of the SFO.

#### **THE MOU**

The Board is pleased to announce that on 6 February 2020 (after trading hours of the Stock Exchange), the Vendor, entered into a non-legally binding MOU with the Purchaser, a direct wholly-owned subsidiary of the Company, in relation to the Potential Transaction.

The MOU is non-legally binding and is subject to, among others, the execution of the formal agreement. The terms of the formal agreement for the Potential Transaction have not yet been determined.

#### **GENERAL MATTERS**

The Potential Transaction, if materialized, may constitute notifiable transaction for the Company under Chapter 14 of the Listing Rules and further announcement will be made by the Company when appropriate in accordance with the Listing Rules. No binding agreement in relation to the Potential Transaction has been entered into by the Purchaser as at the date of this announcement.

**As the Potential Transaction may or may not materialize, Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.**

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### **Principal terms of the MOU**

Date: : 6 February 2020

Parties : Purchaser : Huajun Properties Group Limited (華君物產集團有限公司)

Vendor : Yu Jing\* (于晶)

As at the date of this announcement, to the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, the Vendor, a Chinese businesswoman, is the ultimate beneficial owner of the Target Company and an employee of the Company.

### **Assets to be acquired**

Pursuant to the MOU, the Purchaser intends to purchase and the Vendor intends to sell the entire equity interest in the Target Company. As of the date of this announcement, the principal business of the Target Company and its subsidiaries include property investment.

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## **DEFINITIONS**

In this announcement, unless the context otherwise requires, the following words and expressions shall have the meanings given to them as below:

“Board”	The board of Directors
“Company”	Huajun International Group Limited (華君國際集團有限公司) (Stock Code: 377), a company incorporated in Bermuda with limited liability, the shares of which are listed on the Main Board of the Stock Exchange
“Director(s)”	the director(s) of the Company
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“MOU”	the memorandum of understanding dated 6 February 2020 entered into between the Purchaser and the Vendor
“Potential Transaction”	the intended sale and purchase of the entire equity interest in the Target Company and related interests in its subsidiaries
“PRC”	the People’s Republic of China, which for the purpose of this announcement excludes Hong Kong, Macau Special Administrative Region and Taiwan

“Purchaser”	Huajun Properties Group Limited (華君物產集團有限公司), a direct wholly-owned subsidiary of the Company, which is incorporated in Hong Kong with limited liability
“SFO”	Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong)
“Share(s)”	ordinary share(s) of HK\$1.00 each in the share capital of the Company
“Shareholders”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Target Company”	Wealthy Move International Limited (富運國際有限公司), a company incorporated in the British Virgin Islands, which is ultimately wholly-owned by the Vendor
“Vendor”	Yu Jing* (于晶), a Chinese businesswoman and an employee of the Company
“%”	per cent.

By Order of the Board  
**Huajun International Group Limited**  
**Meng Guang Bao**  
*Chairman and Executive Director*

Hong Kong, 6 February 2020

*As at the date of this announcement, the Board comprises Mr. Meng Guang Bao, Ms. Zhang Ye, Mr. Guo Song and Mr. Zeng Hongbo as executive Directors; and Mr. Zheng Bailin, Mr. Shen Ruolei and Mr. Pun Chi Ping as independent non-executive Directors.*

*If there is any inconsistency in this announcement between the Chinese and English versions, the English version shall prevail.*

\* *For identification purposes only*