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## **VERTICAL INTERNATIONAL HOLDINGS LIMITED**

### **弘浩國際控股有限公司**

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

**(Stock code: 8375)**

## **PROPOSED CHANGE OF COMPANY NAME AND PROPOSED ADOPTION OF THE NEW MEMORANDUM AND ARTICLES OF ASSOCIATION**

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

The board (the “**Board**”) of directors (the “**Directors**”) of Vertical International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) proposes to change the English name of the Company from “Vertical International Holdings Limited” to “Data Union Capital International Holdings Group Limited” and the dual foreign name of the Company in Chinese from “弘浩國際控股有限公司” to “數盟資本國際控股集團有限公司” (the “**Proposed Change of Company Name**”).

### **Conditions of 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 of the Company (the “**Shareholders**”) approving the Proposed Change of Company Name at the forthcoming annual general meeting of the Company (the “**AGM**”); and
- (ii) the Registrar of Companies of the Cayman Islands approving the Proposed Change of Company Name by issuing a certificate of incorporation on change of name.

Assuming satisfaction of the above conditions, the Proposed Change of Company Name will take effect from the date on which the new English name and new dual foreign name in Chinese of the Company (the “**New Company Name**”) is entered into the Register of Companies and the certificate of incorporation on change of name is issued by the Registrar of Companies of the Cayman Islands. The Company will then carry out all necessary registration and/or filing procedures with the Companies Registry in Hong Kong.

## **Reasons for the Proposed Change of Company Name**

The Board considers that the Proposed Change of Company Name will better reflect the Group's future strategic positioning and business development and will provide the Company with a fresh new corporate image and identity. The Board is of the opinion that the Proposed Change of Company Name will benefit the Company's future business development and is in the best interests of the Company and the Shareholders as a whole.

## **Effects of the Proposed Change of Company Name**

The Proposed Change of Company Name will not affect the rights of the Shareholders or the daily operations and financial position of the Group.

All existing share certificates of the Company bearing the existing name of the Company will, upon the Proposed Change of Company Name becoming effective, continue to be valid and effective evidence of legal title to the shares of the Company (the "**Shares**") and remain valid for trading, settlement, registration and delivery purposes. Accordingly, there will not be any arrangement for free exchange of existing share certificates of the Company for new share certificates bearing the New Company Name.

Any new share certificates of the Company bearing the New Company Name will only be issued for subsequent issuance of new Shares after the Proposed Change of Company Name becomes effective. Subject to the confirmation by the Stock Exchange, the English and Chinese stock short names of the Company for trading in the securities of the Company on the Stock Exchange will also be changed after the New Company Name becomes effective. The stock code of the Company will remain as "8375".

Subject to the Proposed Change of Company Name becoming effective, the Company will also change the address of its website to reflect the New Company Name.

## **PROPOSED ADOPTION OF THE NEW MEMORANDUM AND ARTICLES OF ASSOCIATION**

The Board proposes to amend the second amended and restated memorandum and articles of association of the Company adopted on 5 January 2023 (the "**Existing M&A**") to reflect the Proposed Change of Company Name (the "**Proposed Amendments**") by adopting the third amended and restated memorandum and articles of association of the Company (the "**New M&A**") incorporating and consolidating all the Proposed Amendments, in substitution for, and to the exclusion of, the Existing M&A (the "**Proposed Adoption of the New M&A**").

The Proposed Adoption of the New M&A shall be subject to the following conditions:

- (i) the passing of a special resolution by the Shareholders approving the Proposed Adoption of the New M&A at the AGM; and
- (ii) the Proposed Change of Company Name becoming effective.

## **GENERAL**

Special resolutions will be proposed at the AGM for the Shareholders to consider and, if thought fit, approve the Proposed Change of Company Name and the Proposed Adoption of the New M&A. A circular containing, among other things, details of the Proposed Change of Company Name and the Proposed Adoption of the New M&A, together with the notice of the AGM and the related proxy form, will be despatched to the Shareholders in due course. To the best of the information, knowledge and belief of the Directors, having made all reasonable enquiries, no Shareholder has a material interest in the Proposed Change of Company Name and the Proposed Adoption of the New M&A and therefore no Shareholder will be required to abstain from voting on the relevant resolutions to approve these matters at the AGM.

The Company will make further announcement(s) as and when appropriate to inform the Shareholders of the poll results of the AGM, the effective date of the Proposed Change of Company Name and relevant trading arrangements, the Proposed Adoption of the New M&A, any updates to English and Chinese short stock names of the Company for trading the Shares on the Stock Exchange and details of the new website address of the Company.

By Order of the Board  
**Vertical International Holdings Limited**  
**Mai Junhui**  
*Chairman*

Hong Kong, 28 March 2025

*As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Mai Junhui and Mr. Zhong Chuanyong, and three independent non-executive Directors, namely Mr. Deng Kaihong, Mr. Wu Yuantao and Ms. Li Weiwei.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange 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 announcement 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 announcement misleading.*

*This announcement will remain on the “Latest Listed Company Information” page of the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) for at least 7 days from the date of its publication and on the website of the Company at [www.verticaltech.com.cn](http://www.verticaltech.com.cn).*