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**EXPERT  
EXPERT SYSTEMS HOLDINGS LIMITED**

**思博系統控股有限公司**

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

**(Stock code: 8319)**

**PROPOSED ADOPTION OF THE SECOND AMENDED AND  
RESTATED ARTICLES OF ASSOCIATION**

This announcement is made by Expert Systems Holdings Limited (the “**Company**”) pursuant to Rule 17.50(1) of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company proposes to amend the existing articles of association of the Company (the “**Articles of Association**”) to (i) permit the Company to hold physical meeting, hybrid general meetings and electronic general meetings; (ii) bring the Articles of Association in line with the amendments made to the applicable laws of the Cayman Islands and the GEM Listing Rules, in particular Appendix 3 to the GEM Listing Rules regarding the core shareholder protection standards which became effective on 1 January 2022; and (iii) incorporate certain consequential and housekeeping amendments (the “**Proposed Amendments**”). As such, the Board proposes to adopt the second amended and restated articles of association (the “**Second Amended and Restated Articles of Association**”) containing the Proposed Amendments in substitution for, and to the exclusion of, the existing Articles of Association.

The adoption of the Second Amended and Restated Articles of Association is subject to the approval of the shareholders of the Company by way of a special resolution at the forthcoming annual general meeting (“AGM”) of the Company, and will become effective upon the approval by the shareholders at the AGM. A circular containing, among other things, further details concerning the Proposed Amendments and the proposed adoption of the Second Amended and Restated Articles of Association, together with the notice of the AGM and the proxy form, will be dispatched to the shareholders of the Company in due course.

By order of the Board  
**Expert Systems Holdings Limited**  
**Wong Chu Kee Daniel**  
*Chairman and non-executive Director*

Hong Kong, 27 June 2023

*As at the date of this announcement, the Board composition is as follows:*

*Chairman and non-executive Director:*

Mr. Wong Chu Kee Daniel

*Chief executive officer and executive Director:*

Mr. Lau Wai Kwok

*Executive Directors:*

Mr. Chan Kin Mei Stanley

Ms. Lau Tsz Yan

Mr. So Cheuk Wah Benton

*Non-executive Director:*

Mr. Chu Siu Sum Alex

*Independent non-executive Directors:*

Mr. Au Yu Chiu Steven

Mr. Ko Man Fu

Mr. Mak Wai Sing

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 be published on the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk), the GEM website at [www.hkgem.com](http://www.hkgem.com), on the “Latest Listed Company Announcements” page for at least seven days from the date of its posting and the Company’s website at [www.expertsystems.com.hk](http://www.expertsystems.com.hk).*