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WORLDGATE GLOBAL LOGISTICS LTD

盛良物流有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8292)

CLARIFICATION ANNOUNCEMENT IN RELATION TO THE SECOND AMENDED MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY

References are made to the second amended and restated memorandum and articles of association of WORLDGATE GLOBAL LOGISTICS LTD (the “**Company**”) published on 9 June 2023 (the “**Initial Amended M&A**”), and the updated second amended and restated memorandum and articles of association of the Company released on 28 June 2023 (the “**Updated Amended M&A**”).

The Company noted inadvertent clerical errors contained in the Initial Amended M&A, and would like to clarify that the following parts of the Initial Amended M&A should read as follows:

ARTICLE 8 OF THE SECOND AMENDED AND RESTATED MEMORANDUM OF ASSOCIATION OF THE INITIAL AMENDED M&A

“The share capital of the Company is HK\$100,000,000 divided into 1,000,000,000 shares of a nominal or par value of HK\$0.1 each, with the power for the Company, insofar as is permitted by law, to redeem or purchase any of its shares and to increase or reduce the said share capital subject to the provisions of the Companies Act (Revised) and the Articles of Association of the Company and to issue any part of its capital, whether original, redeemed or increased, with or without any preference, priority or special privilege or subject to any postponement of rights or to any conditions or restrictions; and so that, unless the conditions of issue shall otherwise expressly declare, every issue of shares, whether declared to be preference or otherwise, shall be subject to the power hereinbefore contained.”

ARTICLE 3(1) OF THE SECOND AMENDED AND RESTATED ARTICLES OF ASSOCIATION OF THE INITIAL AMENDED M&A

“The share capital of the Company at the date on which these Articles come into effect shall be divided into shares of a par value of HK\$0.1 each.”

As advised by the legal advisers to the Company as to the laws of the Cayman Islands, the abovesaid amendments which are set out in the Updated Amended M&A would not affect their substance and construction, hence the amendments are not subject to approval by the shareholders of the Company.

Save as disclosed in this announcement, all other information and contents set out in the Initial Amended M&A and the Updated Amended M&A remain unchanged.

By Order of the Board
WORLDGATE GLOBAL LOGISTICS LTD
Lai Kwok Hei
Chairman

Hong Kong, 28 June 2023

As at the date of this announcement, the executive Directors are Mr. LAI Kwok Hei and Mr. CHAN Kin Ho Philip, and the independent non-executive Directors are Ms. WONG Hoi Yan Audrey, Mr. MA Kin Hung and Ms. CHEUNG Choi Hung.

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 remain on the “Latest Company Announcements” page of the Stock Exchange website at <http://www.hkexnews.hk> for a minimum period of seven days from the date of its publication and on the Company’s website at <http://www.worldgate.com.hk>.

In case of any inconsistency between the English and Chinese versions, the English text of this announcement shall prevail over the Chinese text.