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Sinomax Group Limited

盛諾集團有限公司

(Incorporated under the laws of the Cayman Islands with limited liability)

(Stock Code: 1418)

PROPOSED AMENDMENTS TO THE EXISTING MEMORANDUM AND ARTICLES OF ASSOCIATION AND ADOPTION OF THE NEW MEMORANDUM AND ARTICLES OF ASSOCIATION

This announcement is made by Sinomax Group Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Pursuant to the Consultation Conclusions on Listing Regime for Overseas Issuers published by the Stock Exchange in November 2021, the Listing Rules have been amended with effect from 1 January 2022 which requires, among others, listed issuers to adopt a uniform set of 14 “**Core Standards**” for shareholder protections for issuers. The board (the “**Board**”) of directors (the “**Directors**”) of the Company proposes to amend the existing memorandum and articles of association of the Company (the “**Memorandum and Articles**”) and to adopt the amended and restated memorandum and articles of association of the Company incorporating the amendments (the “**New Memorandum and Articles**”) for the purposes of, among others:

- (i) bringing the Memorandum and Articles in line with the relevant requirements of the amendments made to the Listing Rules and the applicable laws of the Cayman Islands;

- (ii) providing greater flexibility to the Company in relation to conduct of general meetings by permitting the use of Communication Facilities (as defined in the New Memorandum and Articles, which shall mean video, video-conferencing, internet or online conferencing applications, telephone or tele-conferencing and/or any other video-communication, internet or online conferencing application or telecommunications facilities by means of which all participants in a meeting are capable of hearing and be heard by each other) to enable hybrid/virtual general meetings to be held; and
- (iii) making other minor amendments to the Memorandum and Articles for corresponding as well as housekeeping changes.

((i) to (iii) above, collectively, the “**Proposed Amendments**”)

The Proposed Amendments and proposed adoption of the New Memorandum and Articles are subject to the approval of the shareholders of the Company (the “**Shareholders**”) by way of a special resolution at the forthcoming annual general meeting of the Company to be held on 22 June 2022 (the “**AGM**”). The New Memorandum and Articles will take effect on the date on which the Proposed Amendments are approved by the Shareholders at the AGM.

A circular containing, amongst other things, details regarding the Proposed Amendments and the adoption of the New Memorandum and Articles, together with a notice of the AGM will be despatched to the Shareholders in due course.

By order of the Board
Sinomax Group Limited
Lam Chi Fan
Chairman

Hong Kong, 21 April 2022

As at the date of this announcement, the executive Directors are Mr. Lam Chi Fan (Chairman of the Board), Mr. Cheung Tung (President), Mr. Chen Feng, Mr. Lam Kam Cheung (Chief Financial Officer and Company Secretary) and Ms. Lam Fei Man; and the independent non-executive Directors are Mr. Wong Chi Keung, Professor Lam Sing Kwong Simon, Mr. Zhang Hwo Jie and Mr. Wu Tak Lung.