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## **Grown Up Group Investment Holdings Limited**

**植華集團投資控股有限公司**

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

**(Stock code: 1842)**

### **CHANGE OF AUTHORISED REPRESENTATIVE AND PROPOSED ADOPTION OF NEW ARTICLES OF ASSOCIATION**

#### **CHANGE OF AUTHORISED REPRESENTATIVE**

The board (the “**Board**”) of directors (the “**Directors**”) of Grown Up Group Investment Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. Thomas Berg (“**Mr. Berg**”), an executive Director, has resigned as one of the authorised representatives of the Company (the “**Authorised Representative**”) under Rule 3.05 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) with effect from 22 April 2022.

Mr. Berg confirms that he does not have any disagreement with the Board and that there are no matters in relation to his resignation which need to be brought to the attention of the Stock Exchange and the shareholders (the “**Shareholders**”) of the Company.

The Board also announces that Mr. Ngai Tsz Hin Michael, the joint company secretary of the Company, has been appointed as an Authorised Representative with effect from 22 April 2022.

#### **PROPOSED ADOPTION OF NEW ARTICLES OF ASSOCIATION**

The Board proposes to amend the existing articles of association of the Company (the “**Articles**”) in order to (i) bring the Articles in line with the amendments made to the applicable laws of the Cayman Islands and the Listing Rules, in particular Appendix 3 to the Listing Rules regarding the core shareholder protection standards which became effective on 1 January 2022; (ii) incorporate certain consequential and housekeeping amendments; and (iii) update and clarify provisions where it is considered desirable (the “**Proposed Amendments**”). As such, the Board proposes to adopt a new set of articles of association (the “**New Articles**”) in substitution for and to the exclusion of the Articles.

The adoption of the New Articles is subject to the approval of the Shareholders of the Company by way of a special resolution at the forthcoming annual general meeting (the “AGM”) of the Company, and will become effective upon the approval by the Shareholders at the AGM. A circular containing, among other things, an explanation of the effect of the Proposed Amendments and the full terms of the Proposed Amendments, together with the notice of the AGM and the proxy form, will be despatched to the Shareholders of the Company in due course.

By order of the Board  
**Grown Up Group Investment Holdings Limited**  
**Thomas Berg**  
*Chairman and executive Director*

Hong Kong, 22 April 2022

*As at the date of this announcement, the executive Directors of the Company are Mr. Thomas Berg, Mr. Morten Rosholm Henriksen, Mr. Cheng Wai Man and Ms. Shut Ya Lai; the non-executive Director of the Company is Mr. Fung Bing Ngon Johnny; and the independent non-executive Directors of the Company are Mr. Lau Ning Wa Ricky, Mr. Wong Kai Hing and Mr. Tsang Hing Suen.*