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众安集团
ZHONG AN GROUP

眾安集團有限公司
Zhong An Group Limited

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 672)

**PROPOSED AMENDMENTS TO
THE ARTICLES OF ASSOCIATION OF THE COMPANY
AND
ADOPTION OF THE NEW ARTICLES OF ASSOCIATION
OF THE COMPANY**

The board (the “**Board**”) of directors (the “**Directors**”) of Zhong An Group Limited (the “**Company**”) proposes to amend and restate the articles of association of the Company (the “**Articles**”). Pursuant to the Consultation Conclusions on Listing Regime for Overseas Issuers published by The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in November 2021, the Rules Governing the Listing of Securities on the Stock Exchange (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. As such, the Board proposes to amend the Articles for the purposes of, among others, (i) to bring the Articles in line with amendments made to Listing Rules and applicable laws of the Cayman Islands; and (ii) making certain minor housekeeping amendments to the Articles for the purpose of clarifying existing practice and making consequential amendments in line with the amendments to the Articles (collectively, the “**Amendments**”). Details of the proposed Amendments will be set out in the circular to be despatched to the Shareholders in due course.

The new set of amended and restated Articles (the “**New Articles**”) are prepared in English with no official Chinese version and the Chinese translation is for reference only. In the event of any inconsistency, the English version shall prevail.

At the forthcoming annual general meeting of the Company (the “**AGM**”), a special resolution will be proposed for the shareholders of the Company (the “**Shareholders**”) to consider and, if thought fit, approve the proposed adoption of the New Articles incorporating the Amendments.

A circular containing, among other things, detailed information of the proposed Amendments as well as the adoption of the New Articles and a notice of the AGM will be despatched to the Shareholders in due course.

Yours faithfully,
By order of the Board
Zhong An Group Limited
Shi Zhongan
Chairperson

Hong Kong, 22 April 2022

As at the date of this announcement, the Board comprises five executive Directors, namely Mr. Shi Zhongan (Chairman), Mr. Zhang Jiangan (Chief Executive Officer), Ms. Shen Tiaojuan, Ms. Jin Ni and Ms. Shi Jinfan; and three independent non-executive Directors, namely Professor Pei Ker Wei, Mr. Zhang Huaqiao and Mr. Fung Che Wai Anthony.