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盛源控股有限公司

SHENG YUAN HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 851)

PROPOSED AMENDMENTS TO THE BYE-LAWS OF THE COMPANY

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

The board of directors (the “**Board**”) of the Company proposed to amend (the “**Proposed Amendments**”) the existing bye-laws of the Company (the “**Bye-laws**”) to (i) reflect and align with the new requirements under the amended Appendix 3 to the Listing Rules which have come into effect on 1 January 2022; and (ii) make certain other housekeeping changes.

In view of the number of the Proposed Amendments, the Board proposes to adopt a new set of Bye-laws (the “**New Bye-laws**”) as the bye-laws of the Company in substitution for and to the exclusion of the Bye-laws.

The proposed adoption of the New Bye-laws is 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 (the “**AGM**”), and will become effective upon the approval by the Shareholders at the AGM.

A circular containing, among others, details of the Proposed Amendments and a notice of the AGM will be dispatched to the Shareholders in due course.

By order of the Board
Sheng Yuan Holdings Limited
Liu Zilei
Chairman

Hong Kong, 11 May 2022

As at the date of this announcement, the Board consists of Mr. Liu Zilei, Mr. Zhou Quan and Mr. Zhao Yun (all being executive directors), Mr. Huang Shuanggang (being a non-executive director), Mr. Zhang Jinfan, Ms. Wen Han Qiuzi and Ms. Huang Qin (all being independent non-executive directors).