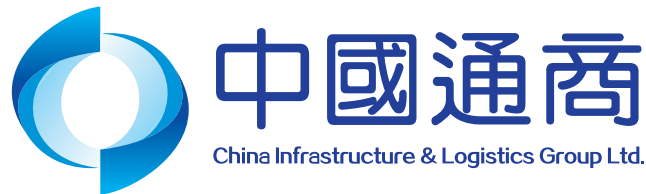


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## **China Infrastructure & Logistics Group Ltd.**

**中國通商集團有限公司**

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

**(Stock Code: 1719)**

### **PROPOSED AMENDMENTS TO THE MEMORANDUM OF ASSOCIATION AND ARTICLES OF ASSOCIATION AND ADOPTION OF NEW MEMORANDUM OF ASSOCIATION AND ARTICLES OF ASSOCIATION**

This announcement is made by China Infrastructure & Logistics Group Ltd. (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 of the Company (the “**Board**”) proposes to amend and restate the memorandum of association (the “**Memorandum**”) and articles of association of the Company (the “**Articles of Association**”). Pursuant to the Consultation Conclusions on Listing Regime for Overseas Issuers published by The Stock Exchange of Hong Kong Limited 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. Furthermore, the Company proposes to modernise and provide flexibility to the Company in relation to the conduct of general meetings. As such, the Board proposes to amend the Memorandum and Articles of Association for the purposes of, among other things, (i) bringing the Memorandum and Articles of Association in line with the amendments made to Listing Rules and the applicable laws of the Cayman Islands; (ii) allowing (but not requiring) a general meetings to be held as an electronic meeting and/or a hybrid meeting where shareholders of the Company (the “**Shareholders**”) may attend by electronic means in addition to or in lieu of a physical meeting where the Shareholders attend in person; and (iii) making certain minor housekeeping amendments to the Memorandum and Articles of Association for the purpose of clarifying the existing practice and making changes that are consequential to the amendments to the Memorandum and Articles of Association (collectively, the “**Proposed Amendments**”).

At the upcoming annual general meeting of the Company (the “**2022 AGM**”), a special resolution will be proposed for the Shareholders to consider and, if thought fit, approve the proposed adoption of a new set of amended and restated Memorandum and Articles of Memorandum and Association incorporating the Proposed Amendments in substitution for and to the exclusion of the existing Memorandum Articles of Association respectively.

A circular containing, amongst other things, further information regarding the Proposed Amendments, together with the notice of the 2022 AGM will be despatched to the Shareholders in due course.

By Order of the Board  
**China Infrastructure & Logistics Group Ltd.**  
**Mr. Li Xiaoming**  
*Executive Director and Chairman*

Hong Kong, 30 May 2022

*As at the date of this announcement, the Board comprises Mr. Li Xiaoming and Mr. Qiao Yun as executive Directors; Ms. Zhou Wei and Mr. Xu Aoling as non-executive Directors; and Mr. Chau Kwok Keung, Mr. Fu Xinping and Dr. Mao Zhenhua as independent non-executive Directors.*