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融太集團股份有限公司

MAGNUS CONCORDIA GROUP LTD

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1172)

PROPOSED AMENDMENTS OF THE THIRD AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

This announcement is made by Magnus Concordia Group 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**”).

On 1 January 2022, the Listing Rules were amended by, among other things, adopting a uniform set of 14 core standards for shareholder protections for issuers regardless of their place of incorporation set out in Appendix 3 to the Listing Rules. The board of directors of the Company (the “**Board**”) proposes to make certain amendments to the third amended and restated memorandum and articles of association of the Company (the “**Third Amended and Restated Memorandum and Articles**”) to conform to the said core standards for shareholder protections and to incorporate certain housekeeping changes (such proposed amendments to the Third Amended and Restated Memorandum and Articles are collectively referred to as the “**Proposed Amendments**”). The Board also proposes to adopt the fourth amended and restated memorandum and articles of association which consolidates the Proposed Amendments in substitution for, and to the exclusion of, the Third Amended and Restated Memorandum and Articles in their entirety (the “**Fourth Amended and Restated Memorandum and Articles**”).

The key Proposed Amendments are briefly summarised below:

- (a) to bring the Third Amended and Restated Memorandum and Articles in line with the recent amendments to the Listing Rules and the applicable laws of the Cayman Islands;
- (b) to allow general meetings to be held physically and/or electronically (i.e. physical meeting, hybrid meeting and electronic meeting);
- (c) to add provisions to allow and facilitate hybrid and electronic meetings;

- (d) to allow the Board to postpone a meeting where notice of a general meeting has been sent but before the meeting is held; and
- (e) to clarify that voting can be cast by electronic means.

The Proposed Amendments shall be subject to the passing of a special resolution by the shareholders of the Company at the forthcoming annual general meeting of the Company to be held on 31 August 2022 (the “AGM”). A circular containing, among others, details of the Proposed Amendments and a notice convening the AGM will be despatched to the shareholders of the Company as soon as practicable.

By Order of the Board
Magnus Concordia Group Limited
Zeng Zhu
Director

Hong Kong, 29 June 2022

As at the date of this announcement, Ms. Au Hoi Lee Janet, Ms. Zeng Zhu and Mr. Liang Fan are the executive directors of the Company, and Mr. Ho Man, Mr. Xu Jianfeng and Mr. Wang Zhengjun are the independent non-executive directors of the Company.