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兆邦基地產
Zhaobangji Properties

Zhaobangji Properties Holdings Limited

兆邦基地產控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1660)

**PROPOSED AMENDMENTS TO THE AMENDED AND RESTATED
MEMORANDUM AND ARTICLES OF ASSOCIATION AND
THE ADOPTION OF THE SECOND AMENDED AND RESTATED
MEMORANDUM AND ARTICLES OF ASSOCIATION**

This announcement is made by Zhaobangji Properties 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 (the “**Board**”) of directors (the “**Directors**”) of the Company proposes to make amendments to certain articles (the “**Proposed Amendments**”) in the amended and restated memorandum and articles of association of the Company adopted on 10 February 2017 (the “**Existing Memorandum and Articles**”) and to adopt the second amended and restated memorandum and articles of association (the “**New Memorandum and Articles**”) of the Company incorporating the Proposed Amendments in order to bring the Existing Memorandum and Articles in line with the relevant requirements of the applicable laws of the Cayman Islands and the Listing Rules, improve the corporate governance of the Company, conform to the Core Standards for shareholder protection and to incorporate certain housekeeping changes.

The Proposed Amendments and the adoption of the New Memorandum and Articles are subject to the approval by the shareholders of the Company (the “**Shareholders**”) by way of special resolution at the forthcoming annual general meeting of the Company (the “**AGM**”). Details of the Proposed Amendments will be set out in the circular, containing, among other things, details of the Proposed Amendments, together with the notice convening the AGM, to be despatched to the Shareholders in due course.

By order of the Board
Zhaobangji Properties Holdings Limited
Xu Chujia
Chairman and executive Director

Hong Kong, 25 July 2022

As at the date of this announcement, the Board comprises four executive Directors, namely, Mr. Xu Chujia, Mr. Kwan Kin Man Keith, Mr. Wei Jinwen and Mr. Xu Chusheng; two non-executive Directors, namely, Ms. Zhan Meiqing and Professor Lee Chack Fan, G.B.S., S.B.S., J.P.; and three independent non-executive Directors, namely, Mr. Hui Chin Tong Godfrey, Mr. Wong Chun Man and Mr. Ye Longfei.