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# SINO HOTELS (HOLDINGS) LIMITED

(An exempted company incorporated in the Cayman Islands with limited liability)

(Stock Code: 1221)

## **PROPOSED ADOPTION OF NEW MEMORANDUM AND ARTICLES OF ASSOCIATION**

This announcement is made by the Company pursuant to Rule 13.51(1) of the Listing Rules.

The Board proposes to amend the Existing Memorandum and Articles of Association and will seek the approval of the shareholders of the Company of the adoption of the New Memorandum and Articles of Association, in substitution for, and to the exclusion of, the Existing Memorandum and Articles of Association.

The purposes of the Proposed Amendments are, among others, to (i) comply with and align with the Core Shareholder Protection Standards of Appendix 3 to the Listing Rules; (ii) permit the shareholders to attend general meetings remotely through electronic means; (iii) provide flexibility to the Company in relation to the conduct and postponement of general meetings (for example, in the case when a black rainstorm warning or gale warning is in force) as well as ensure the security and orderly conduct of general meetings; and (iv) make some other housekeeping amendments.

The proposed adoption of the New Memorandum and Articles of Association is subject to the approval of the shareholders of the Company by way of a special resolution at the AGM. A circular containing, among others, details of the Proposed Amendments, together with a notice of the AGM will be despatched to the shareholders of the Company on Friday, 23rd September, 2022.

### **DEFINITIONS**

In this announcement, the following expressions have the following meanings:

"AGM"	the forthcoming annual general meeting of the Company to be held on Wednesday, 26th October, 2022 at 10:30 a.m. or as soon as the annual general meeting of Tsim Sha Tsui Properties Limited closes, whichever is the later, at Grand Ballroom, Lower Lobby, Conrad Hong Kong, Pacific Place, 88 Queensway, Hong Kong (or any adjournment thereof)
"Board"	the board of directors of the Company
"Company"	Sino Hotels (Holdings) Limited, an exempted company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the main board of The Stock Exchange of Hong Kong Limited
"Existing Memorandum and Articles of Association"	the existing set of amended and restated memorandum and articles of association of the Company adopted on 31st October, 2012

"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended from time to time
"New Memorandum and Articles of Association"	the new set of amended and restated memorandum and articles of association of the Company incorporating and consolidating the Proposed Amendments
"Proposed Amendments"	the proposed amendments to the Existing Memorandum and Articles of Association

By Order of the Board of  
**Sino Hotels (Holdings) Limited**  
**Fanny Cheng Siu King**  
*Company Secretary*

Hong Kong, 22nd September, 2022

*As at the date hereof, the Executive Directors of the Company are Mr. Robert Ng Chee Siong, Mr. Daryl Ng Win Kong and Mr. Thomas Tang Wing Yung, the Non-Executive Directors are The Honourable Ronald Joseph Arculli and Mr. Gilbert Lui Wing Kwong, and the Independent Non-Executive Directors are Mr. Steven Ong Kay Eng, Mr. Wong Cho Bau and Mr. Hung Wai Man.*