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**中國管業集團有限公司**  
**China Pipe Group Limited**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 00380)**

**PROPOSED ADOPTION OF  
THE NEW MEMORANDUM OF ASSOCIATION AND BYE-LAWS**

This announcement is made by China Pipe Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) 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 others, adopting a uniform set of 14 core standards for shareholder protection for issuers set out in Appendix 3 to the Listing Rules. Furthermore, the Company proposes to modernize the conduct of general meetings and update other provisions where appropriate. The board (the “**Board**”) of the Directors (the “**Directors**”) of the Company proposes to amend the existing memorandum of association and bye-laws and a new memorandum of association and bye-laws (the “**New Memorandum of Association and Bye-laws**”) in substitution for, and to the exclusion of, the existing memorandum of association and bye-laws of the Company.

The Board proposes to amend the existing memorandum of association and bye-laws in order to, amongst others, (i) comply with the applicable laws of Bermuda and the Listing Rules, in particular Appendix 3 to the Listing Rules regarding the said core shareholder protection standards which became effective on 1 January 2022; (ii) allow the Company to hold hybrid and virtual meeting of shareholders; (iii) incorporate certain consequential and housekeeping amendments; and (iv) update and clarify provisions where it is considered desirable (collectively, the “**Amendments**”).

The proposed Amendments and the adoption of the New Memorandum of Association and Bye-laws are subject to the approval of the shareholders of the Company (“**Shareholders**”) by way of special resolutions at the forthcoming special general meeting (the “**SGM**”) of the Company. A circular containing, among others, details of the proposed Amendments and the adoption of the New Memorandum of Association and Bye-laws and a notice convening the SGM will be despatched to the Shareholders in due course.

By order of the Board  
**China Pipe Group Limited**  
**Lai Fulin**  
*Chairman*

Hong Kong, 6 October 2022

*As at the date of this announcement, the Board consists of Mr. Lai Fulin and Mr. Yu Ben Ansheng as executive directors; and Mr. Wong Yee Shuen, Wilson, Mr. Chen Wei Wen and Mr. Guan Zhiqiang as independent non-executive directors.*