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L A I F U N G H O L D I N G S

Lai Fung Holdings Limited  
(Incorporated in the Cayman Islands with limited liability)  
(Stock Code: 1125)

## **PROPOSED ADOPTION OF THE NEW AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION**

The Board announces that for the purposes of (i) providing greater flexibility to the Company in relation to the conduct of general meetings by allowing (but not requiring) general meetings to be held as an electronic meeting and/or as a hybrid meeting where the Shareholders may attend by electronic means in addition to as a physical meeting where Shareholders attend in person; (ii) bringing the existing amended and restated memorandum and articles of association of the Company (the “**Existing M&A**”) in line with the amendments made to the Listing Rules (in particular to conform to the core shareholder protection standards as set out in Appendix 3 to the Listing Rules) and applicable laws of the Cayman Islands; and (iii) making certain minor housekeeping amendments to the Existing M&A, the Board proposes to amend the Existing M&A by way of adopting the second amended and restated memorandum and articles of association of the Company (the “**New Amended and Restated M&A**”) in substitution for and to the exclusion of the Existing M&A.

A circular containing, among other things, details of the proposed adoption of the New Amended and Restated M&A, together with a notice convening the AGM will be despatched to the Shareholders as soon as practicable. As no Shareholder has a material interest in the proposed adoption of the New Amended and Restated M&A, no Shareholder is required to abstain from voting on the resolutions proposed to consider and approve the proposed adoption of the New Amended and Restated M&A.

The Company will make further announcement(s) to inform the Shareholders of the results of the AGM and the effective date of the proposed adoption of the New Amended and Restated M&A as and when appropriate.

## DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise:

“AGM”	the annual general meeting of the Company to be held in relation to, among other things, approving the proposed adoption of the New Amended and Restated M&A;
“Board”	the board of Directors of the Company;
“Company”	Lai Fung Holdings Limited (麗豐控股有限公司), an exempted company incorporated in the Cayman Islands with limited liability and the issued Shares of which are listed and traded on the Main Board of the Stock Exchange (Stock Code: 1125);
“Directors”	the directors of the Company;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“Share(s)”	the ordinary share(s) of HK\$5.00 each in the share capital of the Company;
“Shareholder(s)”	the duly registered holder(s) of the Share(s); and
“Stock Exchange”	The Stock Exchange of Hong Kong Limited.

By order of the Board  
**Lai Fung Holdings Limited**  
**Chew Fook Aun**  
*Chairman*

Hong Kong, 18 October 2022

*As at the date of this announcement, the Board comprises six Executive Directors, namely Mr. Chew Fook Aun (Chairman), Mr. Lam Kin Hong, Matthew (Executive Deputy Chairman), Mr. Lam Hau Yin, Lester (Chief Executive Officer) (also alternate to Madam U Po Chu), Madam U Po Chu, Mr. Cheng Shin How and Mr. Lee Tze Yan, Ernest; and five Independent Non-executive Directors, namely Messrs. Lam Bing Kwan, Ku Moon Lun, Law Kin Ho, Mak Wing Sum, Alvin and Shek Lai Him, Abraham.*