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英皇證券集團有限公司*
Emperor Capital Group Limited
(Incorporated in Bermuda with limited liability)
(Stock Code: 717)

**(1) PROPOSED ADOPTION OF NEW BYE-LAWS,
(2) PROPOSED ADOPTION OF CHINESE NAME AS
SECONDARY NAME
AND
(3) APPOINTMENT OF COMPANY SECRETARY AND
OTHER POSITIONS**

(1) PROPOSED ADOPTION OF NEW BYE-LAWS

The board of directors (“**Board**”) of Emperor Capital Group Limited (“**Company**”) proposes to amend the existing Bye-laws of the Company by way of adoption of the new Bye-laws in substitution for and to the exclusion of the existing Bye-laws (“**Adoption of New Bye-laws**”) for the purpose of (i) conforming with the latest Rules Governing the Listing of Securities (“**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”) and the applicable laws of Bermuda; (ii) providing flexibility to the Company in relation to the conduct of general meetings (including allowing the general meetings to be held as hybrid meetings or electronic meetings in addition to physical meetings); and (iii) making other consequential and housekeeping amendments.

The Adoption of New Bye-laws is subject to approval by the shareholders of the Company (“**Shareholders**”) by way of a special resolution at the forthcoming annual general meeting of the Company to be held on 28 February 2023 (“**AGM**”).

* *for identification purpose only*

(2) PROPOSED ADOPTION OF CHINESE NAME AS SECONDARY NAME

Reasons for the Adoption of Secondary Name

The Company has been using the English name “Emperor Capital Group Limited” as its primary name all along, and using the Chinese name “英皇證券集團有限公司” for identification purposes only. The Board now proposes to formally adopt and register “英皇資本集團有限公司” (“**Chinese Name**”) as the secondary name of the Company (“**Adoption of Secondary Name**”) in order to better reflect the literal meaning of the English name of the Company. The Board believes that the formal adoption and registration of the Chinese Name “英皇資本集團有限公司” in Bermuda is in the interests of the Company and the Shareholders as a whole.

Conditions of the Adoption of Secondary Name

The Adoption of Secondary Name is subject to the following conditions:

- (i) the passing of a special resolution by the Shareholders at the AGM; and
- (ii) the approval from Registrar of Companies in Bermuda (“**Registrar**”).

Subject to the satisfaction of the conditions set out above, the Adoption of Secondary Name will take effect from the date of entry of the Chinese Name as the secondary name on the register of companies maintained by the Registrar as shown in a certificate of secondary name to be issued by the Registrar. The Company will then carry out all necessary registration and/or filing procedures with the Registrar and the Companies Registry in Hong Kong.

Effects of the Adoption of Secondary Name

The Adoption of Secondary Name will not, of itself, affect any rights of the Shareholders. All existing share certificates of the Company bearing the current name of the Company will, after the Adoption of Secondary Name becoming effective, continue to be evidence of legal title to the shares of the Company and valid for trading, settlement, registration and delivery purposes. There will not be any arrangement for free exchange of existing share certificates of the Company for new share certificates bearing the Company’s primary and secondary names.

The English stock short name “EMPEROR CAPITAL” remains unchanged. The Chinese stock short name will be changed to “英皇資本” upon the Adoption of Secondary Name becoming effective, subject to approval by the Stock Exchange.

Further announcement(s) will be made by the Company to inform the Shareholders of, among other things, the effective date of the Adoption of Secondary Name and the new Chinese stock short name of the Company as and when appropriate.

General

A circular containing, among other things, details of (i) the Adoption of New Bye-laws; and (ii) the Adoption of Secondary Name, together with a notice convening the AGM will be despatched to the Shareholders in due course.

(3) APPOINTMENT OF COMPANY SECRETARY AND OTHER POSITIONS

Further to the announcement of the Company dated 30 June 2022 in relation to, among other things, the retirement of the Company Secretary of the Company, the Board is pleased to announce that Ms. Chan Wing Ling, Valda (“**Ms. Valda Chan**”) has been appointed as the Company Secretary of the Company, an authorised representative under Rule 3.05 of the Listing Rules and the authorized representative in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) of the Company and such appointments will take effect from 1 January 2023. Ms. Valda Chan is a practising lawyer and a member of The Law Society of Hong Kong.

The Board extends its welcome to Ms. Valda Chan on her appointments.

By order of the Board
Emperor Capital Group Limited
Daisy Yeung
Chairperson

Hong Kong, 20 December 2022

As at the date of this announcement, the Board comprises:

Executive Directors:

Ms. Daisy Yeung
Mr. Wong Chi Fai
Ms. Fan Man Seung, Vanessa
Ms. Choi Suk Hing, Louisa

Independent Non-Executive Directors:

Mr. Poon Yan Wai
Ms. Wan Choi Ha
Mr. Wong Tak Ming, Gary