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Thing On Enterprise Limited

晉安實業有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2292)

**PROPOSED AMENDMENTS TO
THE MEMORANDUM AND ARTICLES AND
ADOPTION OF NEW MEMORANDUM AND ARTICLES**

This announcement is made by Thing On Enterprise Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Pursuant to the Consultation Conclusions on Listing Regime for Overseas Issuers published by the Stock Exchange in November 2021, the Listing Rules have been amended with effect from 1 January 2022 which require, among others, listed issuers to adopt a set of “Core Standards” for shareholder protections. The board of directors (the “**Board**”) of the Company proposes to take this opportunity to update the existing amended and restated memorandum of association and amended and restated articles of association of the Company (the “**Articles**”, together with the amended and restated memorandum of association of the Company, the “**Memorandum and Articles**”) with regards to the updates in the Listing Rules and the applicable laws and make certain housekeeping amendments. At the upcoming annual general meeting of the Company (the “**AGM**”), a special resolution will be proposed for the shareholders of the Company to consider and, if thought fit, approve the proposed amendments to the Memorandum and Articles and the proposed adoption of the second amended and restated memorandum of association and second amended and restated articles of association (the “**New Memorandum and Articles**”) incorporating amendments made for the purposes of, among others, (i) bringing the Articles in line with the amendments to the Listing Rules and the applicable laws of the Cayman Islands; and (ii) making other miscellaneous and housekeeping amendments to update or clarify the provisions of the Memorandum and Articles, including consequential amendments in line with the above amendments to the Memorandum and the Articles where it is considered desirable or to better align the wordings with the Listing Rules and the applicable laws of the Cayman Islands (the “**Proposed Amendments**”).

A circular which includes, among other things, the information in relation to the Proposed Amendments, the proposed adoption of the New Memorandum and Articles and a notice of the AGM along with the relevant proxy form, will be dispatched to the shareholders of the Company in due course.

By order of the Board
Thing On Enterprise Limited
Wong Chung Tak Richard
Chairman

Hong Kong, 24 February 2023

As at the date of this announcement, the Board comprises Mr. Wong Chung Tak Richard as the chairman of the Board and a non-executive Director; Mr. Wong Ka Yeung Roland and Ms. Chan Choi Wan Rolie as executive Directors; and Ms. Chan Kam Ping, Mr. Wong King Wai Kirk and Mr. Hung Franklin Chi Yen as independent non-executive Directors.