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CHOW SANG SANG HOLDINGS INTERNATIONAL LIMITED

周生生集團國際有限公司*

(Incorporated in Bermuda with limited liability)

Stock code: 116

PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS

This announcement is made by Chow Sang Sang Holdings International Limited (the “Company”) 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”).

The board of directors of the Company (the “Board”) proposes to make certain amendments to the existing bye-laws of the Company (the “Existing Bye-Laws”) to (i) comply with and align with the new requirements under Appendix 3 to the Listing Rules which have come into effect on 1 January 2022; and (ii) incorporate provisions to allow and facilitate hybrid and electronic meetings together with other minor housekeeping amendments (such proposed amendments to the Existing Bye-Laws are collectively referred to as the “Proposed Amendments”). The Board also proposes to adopt the amended and restated bye-laws which consolidates the Proposed Amendments in substitution for, and to the exclusion of, the Existing Bye-Laws in their entirety (the “New Bye-Laws”).

The key Proposed Amendments are briefly summarised below:

- (a) to bring the Existing Bye-Laws in line with the recent amendments to the Listing Rules and the applicable laws of Bermuda;
- (b) to allow general meetings of the Company to be held physically and/or electronically (i.e. physical meeting, hybrid meeting and electronic meeting);
- (c) to add provisions to allow and facilitate hybrid and electronic meetings;
- (d) to allow the Board to postpone a meeting where notice of a general meeting has been sent but before the meeting is held;
- (e) to clarify that voting can be cast by electronic means; and
- (f) to provide that the Company may, at its absolute discretion, provide an electronic address for the receipt of any document or information relating to proxies for a general meeting of the Company.

*For identification purpose only

The Proposed Amendments as well as the proposed adoption of the New Bye-Laws shall be subject to the passing of a special resolution by the shareholders of the Company (the “Shareholders”) at the forthcoming annual general meeting of the Company to be held on 31 May 2023 (the “AGM”). A circular containing, among other matters, details of the Proposed Amendments as well as the proposed adoption of the New Bye-Laws and a notice convening the AGM will be despatched to the Shareholders in due course.

By order of the Board
Chow Sang Sang Holdings International Limited
Morison CHAN Chi Kong
Company Secretary

Hong Kong, 23 March 2023

As at the date of this announcement, the Executive Directors of the Company are Mr. Vincent CHOW Wing Shing, Dr. Gerald CHOW King Sing, Mr. Winston CHOW Wun Sing and Ms. Genevieve CHOW Karwing; the Non-executive Directors are Mr. Stephen TING Leung Huel and Mr. CHUNG Pui Lam; and the Independent Non-executive Directors are Dr. CHAN Bing Fun, Mr. LEE Ka Lun, Dr. LO King Man and Mr. Stephen LAU Man Lung.