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**EGL Holdings Company Limited**  
**東瀛遊控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 6882)**

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

This announcement is made by EGL Holdings Company 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**”) in relation to the proposed amendments (the “**Amendments**”) to the existing memorandum and articles of association of the Company (the “**Existing Memorandum and Articles**”) and the proposed adoption of a new memorandum and articles of association (the “**New Memorandum and Articles**”) incorporating the Amendments.

The board (the “**Board**”) of Directors (the “**Directors**”) of the Company proposes to amend the Existing Memorandum and Articles to, among others, (i) reflect certain amendments in the Listing Rules and the applicable laws of Hong Kong and the Cayman Islands (including amendments to conform with the Core Shareholders Protection Standards as set out in the amended Appendix 3 to the Listing Rules effective from 1 January 2022); (ii) provide flexibility to the Company in relation to the conduct of general meetings (including amendments to enable the Company to have general meetings to be held in physical form, hybrid form or electronic form); and (iii) make other consequential and housekeeping amendments. As such, the Board proposes to adopt the New Memorandum and Articles incorporating the Amendments in substitution for, and to the exclusion of, the Existing Memorandum and Articles, which is subject to the approval of the shareholders of the Company (the “**Shareholders**”) by way of a special resolution.

A summary of the major proposed Amendments is set forth below:

- (i) to reflect certain updates in relation to the applicable laws of the Cayman Islands and the Listing Rules (including amendments to conform with the Core Shareholders Protection Standards as set out in the amended Appendix 3 to the Listing Rules effective from 1 January 2022);
- (ii) to allow all general meetings to be held as a physical meeting in Hong Kong or in any part of the world and at one or more locations, as a hybrid meeting or an electronic meeting;
- (iii) to set out other related powers of the Board and the chairman of the general meetings, including but not limited to making arrangements for attendance as well as ensuring the security and orderly conduct of such general meetings;
- (iv) to provide that votes are allowed to be cast by electronic means, and proxy may be submitted electronically;
- (v) to provide that, where the Directors, in their absolute discretion, consider that it is inappropriate, impracticable, unreasonable or undesirable for any reason to hold a general meeting on the date or at the time or place or by means of electronic facilities specified in the notice calling for such meeting, may change or postpone the meeting to another date, time and/or place, change the electronic facilities and/or change the form of the meeting (a physical meeting, an electronic meeting or a hybrid meeting) without approval from the Shareholders; and
- (vi) to make consequential changes relating to the amendments proposed and other ancillary and housekeeping amendments to the Existing Memorandum and Articles.

The Board will submit the New Memorandum and Articles for the Shareholders' consideration at the forthcoming annual general meeting of the Company. A circular containing, amongst others, details of the proposed Amendments under the New Memorandum and Articles, together with the notice of the annual general meeting and the related proxy form, will be despatched to the Shareholders in due course.

On behalf of the Board  
**EGL Holdings Company Limited**  
**Yuen Man Ying**  
*Chairman and Executive Director*

Hong Kong, 24 March 2023

*As at the date of this announcement, the Board comprises six Executive Directors, namely Mr. Yuen Man Ying (Chairman), Mr. Huen Kwok Chuen, Mr. Leung Shing Chiu, Ms. Lee Po Fun, Ms. Yuen Ho Yee and Mr. Cheang Chuen Hon, and three Independent Non-executive Directors, namely Mr. Chan Kim Fai, Mr. Tang Koon Hung Eric and Ms. Wong Lai Ming.*