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## **Chuan Holdings Limited**

**川 控 股 有 限 公 司 \***

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

**(Stock Code: 1420)**

### **PROPOSED AMENDMENTS TO THE MEMORANDUM OF ASSOCIATION AND ARTICLES OF ASSOCIATION**

This announcement is made by Chuan Holdings 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**”).

On 1 January 2022, the Listing Rules were amended by, among others, adopting a uniform set of 14 core standards for shareholder protections for issuers regardless of their place of incorporation set out in Appendix 3 to the Listing Rules. The board of directors (the “**Board**”) of the Company proposes to make certain amendments to the amended and restated memorandum of association and articles of association (the “**Memorandum and Articles of Association**”) of the Company for the purpose of, among others, (i) conforming to the said core standards for shareholder protections; (ii) allowing a general meeting to be held as an electronic meeting or a hybrid meeting; and (iii) incorporating certain other housekeeping changes (such proposed amendments to the Memorandum and Articles of Association are collectively referred to as the “**Proposed Amendments**”). Accordingly, the Board proposes to adopt the second amended and restated memorandum of association and articles of association (the “**Second Amended and Restated Memorandum and Articles of Association**”) of the Company which consolidates all the Proposed Amendments in substitution for, and to the exclusion of, the Memorandum and Articles of Association.

\* *For identification purposes only*

The key Proposed Amendments are briefly summarised below:

- (a) to bring the Memorandum and Articles of Association in line with the recent amendments to the Listing Rules and the applicable laws of the Cayman Islands;
- (b) to allow general meetings 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; and
- (d) to clarify that voting can be cast by electronic means.

The Proposed Amendments as well as the adoption of the Second Amended and Restated Memorandum and Articles of Association shall be subject to the approval of the shareholders (the “**Shareholders**”) of the Company at the forthcoming annual general meeting of the Company to be held on 25 May 2023 (the “**AGM**”) by way of special resolution.

A circular containing, among others, details of the Proposed Amendments and a notice convening the AGM will be despatched to the Shareholders in due course.

By order of the Board  
**Chuan Holdings Limited**  
**Phang Yew Kiat**  
*Chairman and Non-executive Director*

Hong Kong, 30 March 2023

*As at the date of this announcement, the Board comprises Mr. Lim Kui Teng and Mr. Bijay Joseph as executive directors; Mr. Phang Yew Kiat as non-executive director; and Mr. Wee Hian Eng Cyrus, Mr. Wong Ka Bo Jimmy and Mr. Xu Fenglei as independent non-executive directors.*