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SYMPHONY
SYMPHONY HOLDINGS LIMITED

新禮集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 01223)

**PROPOSED ADOPTION OF THE AMENDED AND
RESTATED BYE-LAWS OF THE COMPANY**

This announcement is made by Symphony 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**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company proposes to amend the existing bye-laws of the Company (the “**Bye-Laws**”) in order to, amongst others, (i) conform to the current requirements in the Core Shareholder Protection Standards as set out in Appendix 3 to the Listing Rules; and (ii) incorporate certain housekeeping amendments (collectively, the “**Proposed Amendments**”). In view of the number of the Proposed Amendments, the Board proposes that a new Bye-Laws which consolidate all the Proposed Amendments be adopted as the amended and restated bye-laws (the “**New Bye-Laws**”) in substitution for and to the exclusion of the Bye-Laws.

The proposed adoption of the New Bye-Laws is subject to approval of the shareholders of the Company (the “**Shareholders**”) by way of special resolution at the forthcoming annual general meeting of the Company (the “**AGM**”), and will become effective upon the approval by the Shareholders by way of a special resolution at the AGM.

A circular containing, among other things, particulars relating to the changes brought about by the adoption of the New Bye-Laws when compared with the Bye-Laws together with a notice convening the AGM will be despatched to the Shareholders in due course.

By order of the Board
Symphony Holdings Limited
Cheng Tun Nei
Chairman

Hong Kong, 31 March 2023

As at the date of this announcement, the Directors are:

Executive Directors:

Mr. Cheng Tun Nei (*Chairman & Chief Executive Officer*)
Mr. Chan Kar Lee Gary
Mr. Lee Cheung Ming

Independent Non-executive Directors:

Mr. Shum Pui Kay
Mr. Wah Wang Kei Jackie
Mr. Chow Yu Chun Alexander

** For identification purpose only*