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FULLSUN INTERNATIONAL HOLDINGS GROUP CO., LIMITED

福晟國際控股集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 00627)

PROPOSED AMENDMENTS OF THE BYE-LAWS

This announcement is made by Fullsun International Holdings Group Co., 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 other things, 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 of the Company (the “**Board**”) proposes to make certain amendments to the existing bye-laws of the Company (the “**Existing Bye-laws**”) to conform to the said core standards for shareholder protections and to incorporate certain housekeeping changes (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 “**Amended and Restated 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 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; and
- (e) to clarify that voting can be cast by electronic means.

The proposed adoption of the Amended and Restated Bye-laws shall be subject to the passing of a special resolution by the shareholders of the Company at the forthcoming annual general meeting of the Company (the “AGM”). A circular containing, among others, details of the proposed adoption of the Amended and Restated Bye-laws and a notice convening the AGM will be despatched to the Company’s shareholders as soon as practicable.

By Order of the Board
Fullsun International Holdings Group Co., Limited
Pan Haoran
Executive Director and Chief Executive Officer

Hong Kong, 3 April 2023

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Pan Haoran and Mr. Li Jinrong and three independent non-executive Directors, namely Mr. Kong Tat Yee, Mr. Yau Pak Yue and Mr. Zheng Zhen.