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**Win Hanverky Holdings Limited**

**永嘉集團控股有限公司**

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

**(Stock code: 3322)**

**PROPOSED AMENDMENTS TO  
THE MEMORANDUM AND ARTICLES OF ASSOCIATION  
AND  
ADOPTION OF THE AMENDED AND RESTATED  
MEMORANDUM AND ARTICLES OF ASSOCIATION**

This announcement is made by Win Hanverky 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 Listing Rules have been amended with effect from 1 January 2022 which requires, among others, listed issuers to adopt a uniform set of 14 core standards for shareholder protections for issuers. The board of directors (the “**Board**”) of the Company proposes to amend the memorandum and articles of association of the Company (the “**Memorandum and Articles of Association**”) to (i) conform to the said core standards for shareholder protections; (ii) provide greater flexibility to the Company in relation to the conduct of general meetings by allowing (but not requiring) general meetings to be held as an electronic meeting and/or a hybrid meeting where the shareholders of the Company (the “**Shareholders**”) may attend by electronic means in addition to as a physical meeting where Shareholders attend in person; and (iii) incorporate certain housekeeping changes (such proposed amendments to the existing Memorandum and Articles of Association are collectively referred to as the “**Proposed Amendments**”). The Board also proposes to adopt the amended and restated Memorandum and Articles of Association which consolidates the Proposed Amendments in substitution for, and to the exclusion of, the existing Memorandum and Articles of Association in their entirety.

The Proposed Amendments and adoption of the amended and restated Memorandum and Articles of Association shall be subject to the approval of the Shareholders by way of a special resolution at the forthcoming annual general meeting of the Company to be held on 15 June 2023 (the “AGM”).

A circular containing, among others, details of the Proposed Amendments brought about by the adoption of the amended and restated Memorandum and Articles of Association and a notice convening the AGM will be despatched to the Shareholders in due course.

By Order of the Board  
**Win Hanverky Holdings Limited**  
**Li Kwok Tung Roy**  
*Chairman*

Hong Kong, 4 April 2023

*As at the date of this announcement, the directors are Li Kwok Tung Roy, Lai Ching Ping, Lee Kwok Leung, Wong Chi Keung, Kwan Kai Cheong<sup>#</sup>, Ma Ka Chun<sup>#</sup> and Chan Kit Fun Fanny<sup>#</sup>.*

<sup>#</sup> *Independent non-executive directors*