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SANY HEAVY EQUIPMENT INTERNATIONAL HOLDINGS COMPANY LIMITED

三一重裝國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 631)

PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION

This announcement is made by Sany Heavy Equipment International 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 to the memorandum and articles of association of the Company (the “**Memorandum and Articles of Association**”).

On 1 January 2022, the Listing Rules were amended by, among others, adopting a uniform set of core shareholder protection standards set out in Appendix 3 to the Listing Rules. In light of the above, the board (the “**Board**”) of directors (the “**Directors**”) of the Company proposes to make certain amendments to the existing Memorandum and Articles of Association for the purpose of, among others, (i) bringing the Memorandum and Articles of Association in line with Appendix 3 to the Listing Rules, (ii) provide flexibility to the Company in relation to the conduct of general meetings and (iii) incorporating certain housekeeping amendments. The Board also proposes to adopt the new Memorandum and Articles of Association in substitution for, and to the exclusion of, the existing Memorandum and Articles of Association. The proposed amendments to the existing Memorandum and Articles of Association and the adoption of the new Memorandum and Articles of Association are subject to the approval of the shareholders of the Company (the “**Shareholders**”) by way of a special resolution to be proposed at the forthcoming annual general meeting of the Company (the “**AGM**”). Prior to the passing of such special resolution at the AGM, the existing Memorandum and Articles of Association shall remain valid.

A circular containing, among others, details of the proposed amendments to the Memorandum and Articles of Association and a notice convening the AGM will be despatched to the Shareholders as soon as practicable.

By the order of the Board
Sany Heavy Equipment International Holdings Company Limited
Liang Zaizhong
Chairman

Hong Kong, 11 April 2023

As at the date of this announcement, the executive Directors are Mr. Liang Zaizhong, Mr. Qi Jian and Mr. Fu Weizhong, the non-executive Directors are Mr. Tang Xiuguo and Mr. Xiang Wenbo, and the independent non-executive Directors are Mr. Ng Yuk Keung, Mr. Poon Chiu Kwok and Mr. Hu Jiquan.