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C&D INTERNATIONAL INVESTMENT GROUP LIMITED

建發國際投資集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1908)

PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION

This announcement is made by C&D International Investment Group 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 of association and the articles of association of the Company.

On 1 January 2022, the Listing Rules were amended by 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 memorandum of association and the articles of association of the Company (the “**Existing Memorandum and Articles of Association**”) to conform to the said core standards for shareholder protections and to incorporate certain housekeeping amendments (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 of association and the amended and restated articles of association of the Company in substitution for, and to the exclusion of, the Existing Memorandum and Articles of Association in their entirety.

The key Proposed Amendments are briefly summarised below:

- (a) to update and amend the name, registered office and authorised share capital of the Company; and
- (b) to bring the Existing Memorandum and Articles of Association in line with the recent amendments to the Listing Rules and the applicable laws of the Cayman Islands.

The Proposed Amendments shall be subject to the passing of a special resolution by the shareholders of the Company (the “**Shareholders**”) at the forthcoming annual general meeting of the Company to be held on 30 May 2023 (the “**AGM**”). A circular containing, among other things, details of the Proposed Amendments and a notice convening the AGM will be despatched to the Shareholders in due course.

For and on behalf of
C&D International Investment Group Limited
Lin Weiguo
Executive Director and Chief Executive Officer

Hong Kong, 25 April 2023

As at the date of this announcement, the executive Directors are Ms. Zhao Chengmin (Chairperson), Mr. Lin Weiguo (Chief Executive Officer) and Mr. Tian Meitan; the non-executive Directors are Mr. Huang Wenzhou, Ms. Ye Yanliu and Mr. Wang Wenhui; and the independent non-executive Directors are Mr. Wong Chi Wai, Mr. Wong Tat Yan, Paul and Mr. Chan Chun Yee.