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深圳控股有限公司
SHENZHEN INVESTMENT LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 00604)

PROPOSED ADOPTION OF NEW ARTICLES OF ASSOCIATION

The board of directors (the “**Board**”) of Shenzhen Investment Limited (the “**Company**”) announces that to provide flexibility to the Company in relation to the conduct of general meetings, the Board proposes to amend the existing articles of association of the Company (the “**Articles**”) to allow general meetings to be held as a fully electronic meeting or a hybrid meeting where shareholders of the Company (the “**Shareholders**”) may attend by electronic means in addition to as a physical meeting where Shareholders attend in person. The amendments also explicitly set out other related powers of the Board and the chairman of the general meetings, including making arrangements for attendance as well as ensuring the security and orderly conduct of such general meetings. Other amendments to the existing Articles for house-keeping purposes are also proposed to be in line with the proposed amendments. The Board proposes to adopt a new set of Articles (the “**New Articles**”) in substitution for, and to the exclusion of, the existing Articles.

A summary of the major changes brought about by the adoption of the New Articles is set out below:

1. to allow all general meetings (including an annual general meeting, any adjourned meeting or postponed meeting) to be held as a physical meeting in any part of the world and at one or more locations, as a hybrid meeting, or as an electronic meeting;
2. to insert the definitions of “electronic facilities”, “electronic meeting”, “hybrid meeting”, “Meeting Location”, “physical meeting” and “Principal Meeting Place”, and making corresponding changes to the relevant articles;
3. to include the additional details to be specified in a notice of general meeting in light of allowing general meetings to be held at more than one meeting location, as a hybrid meeting, or as an electronic meeting;
4. to provide that the chairman of the general meeting may, with the consent of the meeting at which a quorum is present, adjourn the meeting from time to time (or indefinitely) and/or from place to place(s) and/or from one form to another (a physical meeting, a hybrid meeting or an electronic meeting);

5. to provide for the proceedings of general meetings which are held at one or more locations, as hybrid meetings, or as electronic meetings and the powers of the Board and the chairman in relation thereto;
6. to provide that votes (whether on a show of hands or a poll) may be cast by such means, electronic or otherwise, as the directors of the Company or the chairman of the meeting may determine;
7. to provide that the chairman of a general meeting may determine that the results of a poll, if certified by scrutineer(s) appointed by the Company or the chairman of the general meeting or a director or the company secretary of the Company, shall be published on the Company's website without the requirement for the results being declared at the meeting or adjourned meeting or postponed meeting. The publication on the Company's website of the results of the relevant poll, and an entry to that effect in the minutes of the proceedings of the Company, shall be conclusive evidence of such fact;
8. to provide that if the Board in its absolute discretion determines, the instrument appointing a proxy may be contained in an electronic communication, and the Company may, at its absolute discretion, designate from time to time an electronic address or an electronic means of submission for the receipt of any document or information relating to proxies for a general meeting; and
9. to make other house-keeping amendments, and make consequential amendments in line with the above amendments to the existing Articles.

The proposed adoption of the New Articles is 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 29 May 2023 (the "AGM"). A circular containing, among other things, particulars relating to the proposed amendments to the existing Articles brought about by the adoption of the New Articles together with a notice convening the AGM will be despatched to the Shareholders on 28 April 2023.

By Order of the Board
SHENZHEN INVESTMENT LIMITED
LU Hua
Chairman

Hong Kong, 27 April 2023

As at the date of this announcement, the Board comprises 8 directors, of which Dr. LU Hua, Mr. WANG Yuwen, Ms. CAI Xun, Mr. XU Enli and Ms. SHI Xiaomei are the executive directors of the Company, and Mr. LI Wai Keung, Dr. WONG Yau Kar, David and Prof. GONG Peng are the independent non-executive directors of the Company.