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**世纪阳光**

**世紀陽光集團控股有限公司**

**CENTURY SUNSHINE GROUP HOLDINGS LIMITED**

*(in provisional liquidation)*

*(for restructuring purposes only)*

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

**(Stock Code: 509)**

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

This announcement is made by Century Sunshine Group 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**”) in relation to the proposed amendments to the existing memorandum of association and articles of association of the Company (the “**Existing Memorandum and Articles of Association**”) and the adoption of the amended and restated Memorandum and Articles of Association (the “**Amended and Restated Memorandum and Articles of Association**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company proposes that certain amendments be made to the Memorandum and Articles of Association (the “**Proposed Amendments**”) in order to, among other things, (i) bring the Memorandum and Articles of Association in alignment with the Core Shareholder Protection Standards set out in Appendix 3 to the Listing Rules and applicable laws of the Cayman Islands; and (ii) incorporate certain housekeeping amendments.

Accordingly, the Board proposes to adopt the Amended and Restated Memorandum and Articles of Association in substitution for, and to the exclusion of, the Existing Memorandum and Articles of Association. The Proposed Amendments and the adoption of the Amended and Restated Memorandum and Articles of Association are subject to the approval of the shareholders of the Company (the “Shareholders”) by way of a special resolution at the forthcoming annual general meeting of the Company (“AGM”) to be held on 29 June 2023 and, if approved, will become effective upon conclusion of the AGM.

A circular containing, among other things, details of the Proposed Amendments, together with the notice of the AGM and the related proxy form, will be despatched to the Shareholders in accordance with the requirements under the Listing Rules and the Memorandum and Articles of Association on or around 30 May 2023.

By Order of the Board  
**Century Sunshine Group Holdings Limited**  
**(in provisional liquidation)**  
**(for restructuring purposes only)**  
**Chi Wen Fu**  
*The Chairman*

Hong Kong, 2 May 2023

*As at the date of this announcement, the Directors are:*

*Executive Directors* : *Mr. Chi Wen Fu and Mr. Chi Jing Chao*

*Non-executive Director* : *Mr. Guo Mengyong*

*Independent Non-executive Directors* : *Mr. Cheung Sound Poon, Mr. Sheng Hong and Mr. Shen Yi Min*