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宏华集团
HONGHUA GROUP

HONGHUA GROUP LIMITED

宏華集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 196)

PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION

This announcement is made by Honghua 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 and articles of association of Company (the “**M&A**”).

On 1 January 2022, the Listing Rules were amended by, among others, 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. Furthermore, the Company proposes to modernize and provide flexibility to the Company in relation to the conduct of general meetings. The board of directors of the Company (the “**Board**”) proposes to make certain amendments to the M&A to conform to the said core standards for shareholder protections, allow a general meeting to be held as an electronic meeting (also referred to as virtual general meeting) or a hybrid meeting and to incorporate certain housekeeping changes. The Board also proposes to adopt the new M&A in substitution for, and to the exclusion of, the existing M&A.

The proposed amendments to the M&A shall be subject to the passing of a special resolution by the shareholders of the Company at the forthcoming annual general meeting of the Company to be held on 29 June 2023 (the “**AGM**”). A circular containing, among others, details of the proposed amendments to the M&A and a notice convening the AGM will be despatched to the Company’s shareholders as soon as practicable.

By Order of the Board
Honghua Group Limited
Wang Xu
Chairman

PRC, 24 May 2023

As at the date of this announcement, the executive directors of the Company are Mr. Wang Xu (Chairman) and Mr. Zhu Hua; the non-executive directors of the Company are Mr. Zhang Mi and Mr. Yang Yong; and the independent non-executive directors of the Company are Mr. Chen Guoming, Ms. Su Mei, Mr. Chang Qing, Mr. Wei Bin and Mr. Zhang Shiju.