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中國寶沙發展控股有限公司  
**China Bozza Development Holdings Limited**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock code: 1069)**

**PROPOSED AMENDMENTS TO THE MEMORANDUM AND  
ARTICLES OF ASSOCIATION**

This announcement is made by China Bozza Development 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 and articles of association of Company (the “**Memorandum and Articles of Association**”). Reference is also made to the announcement of the Company dated 24 October 2023 in relation to the proposed change of the English name and the dual foreign name in Chinese of the Company (the “**Proposed Change of Company Name**”).

The Listing Rules had been amended, among others, to require all listed issuers to adopt a uniform set of 14 core shareholder protection standards (the “**Core Standards**”) as set out in Appendix 3 to the Listing Rules, which took effect on 1 January 2022. The board of directors of the Company (the “**Board**”) proposes to make certain amendments to the existing Memorandum and Articles of Association to (i) conform to the Core Standards; (ii) reflect the Proposed Change of Company Name; (iii) bring the Memorandum and Articles of Association in line with amendments made to the Listing Rules and the applicable law and procedures in the Cayman Islands; and (iv) to incorporate certain housekeeping changes. For the purposes of the aforesaid proposed amendments, the Board proposes to adopt the second 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 to the Memorandum and Articles of Association shall be subject to (1) 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 21 November 2023 (the “**AGM**”); and (2) the Proposed Change of Company Name becoming effective. The second amended and restated Memorandum and Articles of Association shall become effective at the same time as the Proposed Change of Company Name. 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 Company’s shareholders as soon as practicable.

By order of the Board of  
**China Bozza Development Holdings Limited**  
**Fei Phillip**  
*Chairman and Executive Director*

Hong Kong, 25 October 2023

*As at the date of this announcement, the Board comprises Professor Fei Phillip, Mr. Li Wenjun, Ms. Hui Hing Connie, Mr. Lai Chi Yin Samuel, Mr. Wang Yibin and Mr. Chan Wai Lung as the executive Directors; and Mr. Gu Sotong as the non-executive Director; and Mr. Liu Zhaoxiang, Ms. Wong Hoi Ying, Mr. Guo Zhonglong, Mr. Chau Wing Nam and Ms. Bu Xue as the independent non-executive Directors.*