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Overseas Chinese Town (Asia) Holdings Limited

華僑城(亞洲)控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 03366)

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

The board (the “**Board**”) of directors (the “**Directors**”) of Overseas Chinese Town (Asia) Holdings Limited (the “**Company**”) proposes to make certain amendments to the existing memorandum and articles of association of the Company (the “**Existing M&A**”) in order to, among other things, update the Existing M&A to facilitate the electronic dissemination of corporate communications under the expanded paperless listing regime, and make other housekeeping and consequential amendments (collectively, the “**Proposed Amendments**”). The Board also proposes to adopt the third amended and restated memorandum and articles of association of the Company (the “**Third Amended M&A**”) consolidating all the Proposed Amendments in substitution for, and to the exclusion of, the Existing M&A.

The Board considers that the Proposed Amendments would facilitate the Company to carry out the paperless listing regime more efficiently, and are in the interests of the Company and the shareholders of the Company as a whole.

The Proposed Amendments and the proposed adoption of the Third Amended M&A are subject to the approval of the shareholders of the Company by way of a special resolution at the forthcoming annual general meeting of the Company (the “AGM”). A circular containing, among other things, details of the Proposed Amendments and the proposed adoption of the Third Amended M&A and the notice of the AGM will be published in due course.

By the order of the Board
Overseas Chinese Town (Asia) Holdings Limited
Liu Yu
Chairman

Hong Kong, 20 May 2024

As at the date of this announcement, the Board comprises seven Directors, namely: Ms. Liu Yu, Mr. Wang Jianwen and Ms. Qi Jianrong as executive Directors; Mr. Yang Guobin as non-executive Director; and Ms. Wong Wai Ling, Mr. Lam Sing Kwong Simon and Mr. Chu Wing Yiu as independent non-executive Directors.