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(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 896)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The board of directors (the “**Board**”) of Hanison Construction Holdings Limited (the “**Company**”) hereby announces that at a meeting of the Board held on the date of this announcement, the relevant resolutions have been passed to propose the amendments to the articles of association of the Company (the “**Articles**”). The proposed amendments to the Articles are subject to the approval of the shareholders of the Company (the “**Shareholders**”) by way of a special resolution at the annual general meeting of the Company (the “**AGM**”) to be held on 25 August 2020.

This announcement is made by 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**”).

PROPOSED AMENDMENTS TO THE ARTICLES

The Board has resolved at the board meeting held on the date of this announcement to propose certain amendments to the Articles (the “**Proposed Amendments**”) to (i) provide flexibility to the Company in relation to the conduct of general meetings, and (ii) remove the requirement for a special resolution in the event of a reduction in the capital redemption reserve or any share premium account of the Company, which would provide the Board with more flexibility when considering dividend distributions and would enable the Company to declare and pay dividends out of the Company’s capital redemption reserve or share premium account (subject to compliance with the Listing Rules and applicable laws) and facilitate the distribution process in this regard.

The Proposed Amendments will include:

- (a) provisions to allow general meetings to be held physically and/or electronically;
- (b) provisions to set out other related powers of the Board and the chairman of the meeting, including making arrangements for attendance at general meetings as well as ensuring the security and orderly conduct of meetings;
- (c) other amendments for house-keeping purposes in line with the proposed amendments in (a) and (b) above; and
- (d) the removal of the requirement for a special resolution in the event of a reduction in the capital redemption reserve or share premium account of the Company.

Effective date of the Proposed Amendments

The Proposed Amendments are subject to the approval by the Shareholders by way of a special resolution to be considered and, if thought fit, passed at the AGM. The Proposed Amendments, if approved by the Shareholders, will become effective upon the approval by the Shareholders at the AGM.

Circular

A circular containing, among other things, details of the Proposed Amendments, together with the notice of the AGM, will be despatched to the Shareholders on or around 23 July 2020.

By order of the Board
Hanison Construction Holdings Limited
Wong Sue Toa, Stewart
Managing Director

Hong Kong, 23 June 2020

As at the date of this announcement, the Board comprises:

Non-executive Chairman

Mr. Cha Mou Sing, Payson

Non-executive Directors

Mr. Cha Mou Daid, Johnson

Dr. Zhang Wei

(also alternate director to Mr. Cha Mou Sing, Payson)

Executive Directors

Mr. Wong Sue Toa, Stewart (*Managing Director*)

Mr. Tai Sai Ho (*General Manager*)

Mr. Lo Kai Cheong

Independent Non-executive Directors

Mr. Chan Pak Joe

Dr. Lau Tze Yiu, Peter

Dr. Sun Tai Lun