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China Beidahuang Industry Group Holdings Limited
中國北大荒產業集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00039)

**PROPOSED AMENDMENTS TO
THE EXISTING MEMORANDUM AND
ARTICLES OF ASSOCIATION
AND
THE ADOPTION OF THE NEW MEMORANDUM AND
ARTICLES OF ASSOCIATION**

This announcement is made by China Beidahuang Industry Group Holdings Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in relation to the proposed amendments to the memorandum and articles of association of the Company (the “**Existing M&A**”) and the adoption of the amended and restated memorandum and articles of association of the Company (the “**New M&A**”).

On 1 January 2022, the Listing Rules were amended by the Stock Exchange, among others, adopting a set of core standards for shareholder protections for issuers as set out in Appendix 3 to the Listing Rules (the “**Core Shareholder Protection Standards**”). The board of directors of the Company (the “**Board**”) proposes to amend the Existing M&A to (i) conform to the Core Shareholder Protection Standards; (ii) bring the Existing M&A in line with amendments made to the Listing Rules and the applicable law and procedures in the Cayman Islands; and (iii) incorporate certain housekeeping changes (the “**Proposed Amendments**”). The Board also proposes to adopt the New M&A which contains the Proposed Amendments, in substitution for, and to the exclusion of, the Existing M&A.

The Proposed Amendments 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 (the “AGM”). A circular containing, among others, details of the Proposed Amendments and the adoption of the New M&A, together with a notice of the AGM will be despatched to the Company’s shareholders as soon as practicable.

By Order of the Board
China Beidahuang Industry Group Holdings Limited
Jiang Jianjun
Chairman

Hong Kong, 31 May 2023

As at the date of this announcement, the Executive Directors are Mr. Jiang Jianjun (Chairman), Mr. Ke Xionghan and Mr. Chen Chen; the Non-executive Directors are Mr. Zhao Wanjiang (Vice-chairman), Ms. Ho Wing Yan and Mr. Li Dawei; and the Independent Non-executive Directors are Mr. Chong Cha Hwa, Mr. Yang Yunguang and Mr. Chen Zhifeng.