

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Analogue Holdings Limited
安樂工程集團有限公司

(Incorporated in Bermuda with limited liability)
(Stock Code: 1977)

PROPOSED ADOPTION OF NEW BYE-LAWS

This announcement is made by Analogue 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 bye-laws of the Company (the “**Bye-laws**”).

The board of the directors of the Company (the “**Board**”) proposes to amend the existing Bye-laws to, amongst others, reflect certain amendments in the Listing Rules and the applicable laws of Hong Kong and Bermuda and provide flexibility to the Company in relation to the conduct of general meetings. As such, the Board proposes to adopt a new set of Bye-laws (the “**New Bye-laws**”) in substitution for, and to the exclusion of, the existing Bye-laws, which is subject to the approval of the shareholders of the Company (“**Shareholders**”) by way of a special resolution at a general meeting of the Company.

A summary of the major proposed amendments that will be incorporated in the New Bye-laws is set forth below:

- (i) reflect certain amendments in the Listing Rules and the applicable laws of Hong Kong and Bermuda;
- (ii) allow general meetings to be held as electronic meetings or hybrid meetings where Shareholders may attend by means of electronic facilities in addition to physical meetings where Shareholders attend in person;
- (iii) set out the powers of the Board and the chairman of the general meetings to make arrangements for attendance as well as ensuring the security and orderly conduct of such general meetings, and other related powers, and
- (iv) make other minor consequential and tidying-up amendments for house-keeping purposes.

The Board will submit the New Bye-laws for the Shareholders' consideration at the forthcoming annual general meeting of the Company. A circular containing, amongst others, details of the proposed amendments to the existing Bye-laws brought about by the adoption of the New Bye-laws, together with the notice of the annual general meeting and the related proxy form, will be despatched to the Shareholders in due course.

By Order of the Board
ANALOGUE HOLDINGS LIMITED
Dr. Poon Lok To, Otto
Chairman

Hong Kong, 24 March 2023

As at the date of this announcement, the executive directors of the Company are Dr. Poon Lok To, Otto, Mr. Chan Hoi Ming, Mr. Law Wei Tak and Mr. Cheng Wai Lung; the non-executive director of the Company is Dr. Mak Kin Wah and the independent non-executive directors of the Company are Mr. Chan Fu Keung, Mr. Lam Kin Fung, Jeffrey and Mr. Wong King On, Samuel.