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China Zenith Chemical Group Limited

中國天化工集團有限公司

*(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)
(Stock Code: 362)*

PROPOSED AMENDMENTS TO THE BYE-LAWS

This announcement is made by China Zenith Chemical Group 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**”).

The board (the “**Board**”) of directors (“**Directors**”) of the Company proposes to amend the bye-laws of the Company (the “**Bye-Laws**”) and adopt the amended and restated Bye-Laws. The Listing Rules have been amended with effect from 1 January 2022 which requires, among others, listed issuers to adopt a set of “Core Standards” for shareholder protections for issuers. The Board proposes to amend the Bye-Laws for the purposes of, among others, (i) ensuring that the Bye-Laws complies with the latest requirements of the Listing Rules and the applicable laws of Bermuda; and (ii) make certain minor housekeeping amendments to the Bye-Laws (collectively, the “**Amendments**”).

The proposed Amendments to the Bye-Laws and the adoption of the amended and re-stated Bye-Laws shall be subject to the passing of a special resolution by the shareholders of the Company (the “**Shareholders**”) at the forthcoming annual general meeting of the Company to be held on 7 December 2022 (the “**AGM**”). A circular containing, among others, details of the proposed Amendments to the Bye-laws and a notice convening the AGM will be despatched to the Shareholders on 14 November 2022.

By order of the Board
China Zenith Chemical Group Limited
Chan Yuk Foebe
Chairman and Chief Executive Officer

Hong Kong, 14 November 2022

As at the date of this announcement, Ms. Chan Yuk Foebe, Mr. Gao Ran and Mr. Law Tze Ping Eric are the executive Directors, Mr. Liu Yangyang is the non-executive Director and Mr. Ma Wing Yun Bryan, Mr. Tam Ching Ho and Mr. Hau Chi Kit are the independent non-executive Directors.