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WINFULL GROUP HOLDINGS LIMITED  
宏輝集團控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 183)**

## **PROPOSED AMENDMENTS TO THE EXISTING ARTICLES AND ADOPTION OF THE SECOND AMENDED AND RESTATED ARTICLES**

This announcement is made by Winfull Group 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 amended and restated articles of association of the Company (the “**Existing Articles**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company wishes to announce the proposal to make certain amendments to the Existing Articles and the adoption of the second amended and restated articles of association (the “**Second Amended and Restated Articles**”) consolidating the Proposed Amendments (as defined below), in order to, inter alia, (i) bring the Existing Articles in alignment with the Core Shareholder Protection Standards set out in Appendix 3 to the Listing Rules and the applicable laws of the Cayman Islands; (ii) allow general meetings to be held as a physical meeting in one or more meeting location(s), an exclusively electronic meeting or a hybrid meeting where shareholders of the Company (the “**Shareholders**”) may attend by electronic means in addition to physical attendance in person, and provide certain powers to the Board and the chairman of the meeting in relation thereto; and (iii) make other housekeeping amendments, including consequential amendments in line with the above amendments to the Existing Articles (collectively, the “**Proposed Amendments**”). In view of the number of Proposed Amendments, the Board proposes to adopt the Second Amended and Restated Articles in substitution for, and to the exclusion of, the Existing Articles.

The Proposed Amendments and the proposed adoption of the Second Amended and Restated Articles are subject to the approval of the Shareholders by way of special resolution at the forthcoming annual general meeting of the Company (the “**Annual General Meeting**”).

A circular containing, among other matters, details of the Proposed Amendments and the proposed adoption of the Second Amended and Restated Articles and the notice convening the Annual General Meeting will be dispatched to the Shareholders in due course.

By order of the Board  
**Winfull Group Holdings Limited**  
**Pong Wilson Wai San**  
*Chairman*

Hong Kong, 26 September 2023

*As at the date of this announcement, the Company's executive Directors are Mr. Pong Wilson Wai San and Mr. Lee Wing Yin, the Company's non-executive Director is Mr. Lai Hin Wing Henry and the Company's independent non-executive Directors are Mr. Koo Fook Sun Louis, Ms. Yeung Wing Yan Wendy and Mr. Lung Hung Cheuk.*