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Golden Century International Holdings Group Limited

金禧國際控股集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 91)

PROPOSED ADOPTION OF THE NEW ARTICLES OF ASSOCIATION

This announcement is made by Golden Century International Holdings Group Limited (“**Company**”, together with its subsidiaries as the “**Group**”) pursuant to Rule 13.51(1) of the Rules (“**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”).

The board (“**Board**”) of directors (“**Directors**”) of the Company proposes to amend (“**Proposed Amendments**”) the constitution of the Company (“**Existing Articles**”) to be in line with the latest legal and regulatory requirements, including (i) the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (“**Companies Ordinance**”); and (ii) the amendments made to Appendix 3 to the Listing Rules which took effect on 1 January 2022, which have introduced a common set of core shareholder protection standards which shall apply to all listed issuers in Hong Kong (“**Core Shareholder Protection Standards**”).

As the Proposed Amendments are rather extensive and cover more than the Companies Ordinance and the Core Shareholder Protection Standards, the Board proposes to put forward to the shareholders of the Company (“**Shareholders**”) a special resolution to adopt a new articles of association with the Proposed Amendments incorporated (“**New Articles**”) in substitution for, and to the exclusion of, the Existing Articles.

The adoption of the New Articles is subject to the approval of the Shareholders by way of a special resolution at the forthcoming annual general meeting of the Company (“**AGM**”), and will become effective upon the approval by the Shareholders at the AGM.

A circular containing, among other matters, details of the AGM and particulars relating to, among others, the adoption of the New Articles and a summary of the proposed amendments to the existing memorandum and articles of association of the Company, together with a notice of the AGM, will be despatched to the Shareholders in due course.

The full text of the New Articles (both marked up to show the changes in the New Articles compared to the Existing Articles, and as a clean document), in English and its Chinese translation, are available on the Company's website (www.gci.com.hk). The Chinese translation of the New Articles is for members' reference only. In case there are any inconsistencies between the English version and its Chinese translation, the English version shall prevail.

By order of the Board
Golden Century International Holdings Group Limited
Pan Jibiao
Chairman and Chief Executive Officer

Hong Kong, 27 April 2022

As at the date of this announcement, the executive directors are Mr. Pan Jibiao (Chairman and Chief Executive Officer) and Ms. Shao Yanxia, and the independent non-executive directors are Mr. Lai Kin Keung, Mr. Yeung Chi Wai and Mr. Wong Man Hung Patrick.