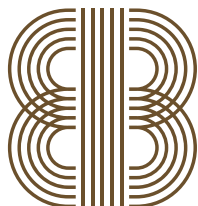


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**E. BON HOLDINGS LIMITED**  
(Incorporated in the Cayman Islands with limited liability)

怡邦行控股有限公司

(Stock Code: 599)

## **PROPOSED ADOPTION OF NEW ARTICLES OF ASSOCIATION OF THE COMPANY**

The Board is pleased to announce that, in order to (i) bring the Articles of Association in line with the relevant requirements of the applicable laws of the Cayman Islands, the Listing Rules and the Companies Ordinance; and (ii) make other consequential and housekeeping amendments, the Board proposes to seek approval of the Shareholders by special resolution at the AGM to amend the existing Articles of Association by way of adoption of the New Articles of Association in substitution for, and to the exclusion of, the existing Articles of Association.

The proposed amendments to the existing Articles of Association and the proposed adoption of the New Articles of Association are subject to the approval of the Shareholders by way of a special resolution at the AGM. A circular containing, among other things, particulars relating to the proposed amendments to the existing Articles of Association brought about by the adoption of the New Articles of Association together with a notice convening the AGM will be despatched to the Shareholders in due course.

The board (the “**Board**”) of directors (the “**Directors**”) of E. Bon Holdings Limited (the “**Company**”) is pleased to announce that, in order to (i) bring the articles of association of the Company (the “**Articles of Association**”) in line with the relevant requirements of the applicable laws of the Cayman Islands, the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the “**Companies Ordinance**”); and (ii) make other consequential and housekeeping amendments, the Board proposes to seek approval of the shareholders of the Company (the “**Shareholders**”) by special resolution at the forthcoming annual general meeting of the Company to be held on a date to be determined and notified by the Board (the “**AGM**”) to amend the existing Articles of Association by way of adoption of the second amended and restated Articles of

Association (the “**New Articles of Association**”) in substitution for, and to the exclusion of, the existing Articles of Association. A summary of the major changes to the existing Articles of Association are set out below:

1. to reflect the current requirements and provisions of the Listing Rules, including but not limited to the following:
  - (a) to provide that a Director appointed by the Board to fill a casual vacancy or as an addition to the existing Board shall hold office until the next following annual general meeting of the Company and shall then be eligible for re-election;
  - (b) to provide that the Company must hold its annual general meeting within six (6) months after the end of its financial year unless a longer period would not infringe the Listing Rules;
  - (c) to provide that an annual general meeting of the Company must be called by notice of not less than twenty-one (21) clear days, while all other general meetings must be called by notice of not less than fourteen (14) clear days, unless otherwise permitted by the Listing Rules;
  - (d) to expressly allow the Shareholders the right to speak and to vote at a general meeting except where a Shareholder is required under the Listing Rules to abstain from voting;
  - (e) to change the requirement to remove the auditor of the Company from “special resolution” to “ordinary resolution” in compliance with the Listing Rules;
  - (f) to delete the provision which provides that purchases of redeemable share by the Company not made through the market or by tender shall be limited to a maximum price determined in general meeting whereas purchases by tender shall be available to all Shareholders alike, which is no longer required by the Listing Rules to be included in the Articles of Association;
2. to delete the definitions of “Law” and “business day” and insert the definitions of “Act”, “electronic communication” and “subsidiary companies” to align the relevant provisions in the Articles of Association with the applicable laws of the Cayman Islands and the Listing Rules, and to make corresponding changes to the relevant articles;
3. to provide that the period of the closure of the register(s) of members for inspection may be extended with the approval of the Shareholders by ordinary resolution provided that such period shall not be extended beyond sixty (60) days in any year;
4. to allow notice to be given by electronic means or other means in such manner as may be accepted by the Stock Exchange, as alternatives to advertisement in a newspaper, for the purpose of registration of share transfers;
5. to provide that a meeting of Shareholders may be held by means of telephone, electronic or other communication facilities as to permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously, and participation in such a meeting shall constitute presence at such meeting;

6. to provide that in a general meeting, for quorum purposes, two persons appointed by the clearing house as authorised representative or proxy shall form a quorum for all purposes;
7. to provide that an auditor appointed by the Directors to fill any casual vacancy shall hold office until the next following annual general meeting of the Company and then be subject to appointment by the Shareholders at such remuneration to be determined by the Shareholders in accordance with the relevant articles;
8. to provide that the signature to any notice or document to be given by the Company may be written, printed or made electronically;
9. to insert the provision which provides that the financial year end of the Company is 31 of March in each year unless otherwise determined by the Directors to align with the applicable laws of the Cayman Islands; and
10. to make other house-keeping amendments, including consequential amendments in line with the above amendments to the existing Articles of Association.

The proposed amendments to the existing Articles of Association and the proposed adoption of the New Articles of Association are subject to the approval of the Shareholders by way of a special resolution at the AGM.

A circular containing, among other things, particulars relating to the proposed amendments to the existing Articles of Association brought about by the adoption of the New Articles of Association together with a notice convening the AGM will be despatched to the Shareholders in due course.

By Order of the Board  
**E. Bon Holdings Limited**  
**Tse Sun Fat, Henry**  
*Chairman*

Hong Kong, 29 June 2022

*As at the date of this announcement, the Board comprises eight Directors, of which five are executive Directors, namely Mr. TSE Sun Fat, Henry, Mr. TSE Sun Wai, Albert, Mr. TSE Sun Po, Tony, Mr. TSE Hon Kit, Kevin and Mr. LAU Shiu Sun; and three independent non-executive Directors, namely Mr. WONG Wah, Dominic, Mr. WAN Sze Chung and Dr. LUK Wang Kwong.*