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Gemilang International Limited

彭順國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6163)

(the “Company”)

PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION AND ADOPTION OF THE AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

This announcement is made by Gemilang International 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 Company’s memorandum of association and articles of association (the “**Memorandum and Articles of Association**”).

The Listing Rules were amended by, among others, adopting a uniform set of 14 core standards for shareholder protections for issuers regardless of their place of incorporation as set out in Appendix 3 to the Listing Rules which became effective on 1 January 2022. The board of directors of the Company (the “**Board**”) proposes to make certain amendments to the Memorandum and Articles of Association to (i) conform to the said core standards for shareholder protections; (ii) set out explicitly the flexibility of the Company to convene electronic and hybrid general meetings; and (iii) incorporate certain housekeeping changes (collectively, the “**Proposed Amendments**”). The Board proposes to make the Proposed Amendments by way of adoption of a new set of amended and restated memorandum of association and articles of association (the “**Amended and Restated Memorandum and Articles of Association**”) in substitution for, and to the exclusion of, the existing Memorandum and Articles of Association.

The Proposed Amendments and the proposed adoption of the Amended and Restated Memorandum and Articles of Association are subject to the approval by the shareholders of the Company (the “**Shareholders**”) by way of a special resolution at the forthcoming annual general meeting (the “**AGM**”) of the Company to be held at Harbour Room I, Mezzanie Floor, Kowloon Shangri-La Hotel, 64 Mody Road, Tsim Sha Tsui East, Kowloon, Hong Kong, on Friday, 17 March 2023 at 10:00 a.m. A circular containing, among others, details of the Proposed Amendments brought about by the adoption of the Amended and Restated Memorandum and Articles of Association, together with a notice convening the AGM, will be despatched to the Shareholders in due course.

By order of the Board
Gemilang International Limited
Pang Chong Yong

Chairman, Chief Executive Officer and Executive Director

Hong Kong, 16 February 2023

As at the date of this announcement, the Board comprises (i) Mr. Pang Chong Yong (Chairman), Mr. Pang Jun Jie and Mr. Yik Wai Peng as executive directors of the Company; and (ii) Ms. Lee Kit Ying, Mr. Huan Yean San and Mr. Andrew Ling Yew Chung as independent non-executive directors of the Company.