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REM Group (Holdings) Limited
全達電器集團(控股)有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1750)

**PROPOSED AMENDMENTS TO THE EXISTING MEMORANDUM
AND ARTICLES OF ASSOCIATION AND ADOPTION OF
THE NEW MEMORANDUM AND ARTICLES OF ASSOCIATION**

This announcement is made by REM 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 Company’s existing amended and restated memorandum and articles of association (the “**Existing 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 Existing Memorandum and Articles of Association to (i) conform to the said core standards for shareholder protections and the amendments made to the applicable laws of the Cayman Islands and the Listing Rules; (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 the second amended and restated memorandum and articles of association (the “**New 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 New 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 upcoming annual general meeting of the Company (the “**2023 AGM**”).

A circular containing, among others, details of the Proposed Amendments made to the Existing Memorandum and Articles of Association, together with a notice convening the 2023 AGM, will be despatched to the Shareholders in due course.

By Order of the Board
REM Group (Holdings) Limited
Wan Man Keung
Chairman and Executive Director

Hong Kong, 2 May 2023

As at the date of this announcement, the executive directors of the Company are Mr. Wan Man Keung and Mr. Leung Ka Wai, the non-executive director of the Company is Mrs. Kan Wan Wai Yee Mavis, and the independent non-executive directors of the Company are Mr. Ng Chi Keung Alex, Mr. Cheng Sum Hing and Ms. Ng Ching Ying.