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**UNIVERSE ENTERTAINMENT AND CULTURE  
GROUP COMPANY LIMITED  
寰宇娛樂文化集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 1046)**

**PROPOSED AMENDMENTS TO THE BYE-LAWS  
AND  
ADOPTION OF THE NEW BYE-LAWS**

The announcement is made by the Company pursuant to Rule 13.51(1) of the Listing Rules in relation to the proposed amendments to the existing Bye-laws.

On 1st January 2022, the Listing Rules were amended by adopting, among other things, 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. The Board proposes to amend the existing Bye-laws to conform to these core standards for Shareholder protections. Taking this opportunity, the Board also proposes amendments to the existing Bye-laws to provide flexibility to give Shareholders the option of attending general meetings remotely through electronic means if necessary or appropriate, as well as certain consequential and housekeeping changes. The Board also proposes to adopt the new Bye-laws in substitution for, and to the exclusion of, the existing Bye-laws.

The proposed amendments to the existing Bye-laws and adoption of the new Bye-laws shall be subject to the passing of a special resolution by the Shareholders at the AGM, and will become effective upon approval by the Shareholders at the AGM.

A circular containing, among others, details of the proposed amendments to the existing Bye-laws and a notice convening the AGM will be despatched to the Shareholders in due course.

## DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms have the following meanings ascribed thereto:

“AGM”	the forthcoming annual general meeting of the Company to be held in December 2023
“Board”	the board of Directors
“Bye-laws”	the bye-laws of the Company, as amended or revised from time to time
“Company”	Universe Entertainment and Culture Group Company Limited 寰宇娛樂文化集團有限公司, a company incorporated in Bermuda with limited liability and the Shares are listed on the Stock Exchange
“Director(s)”	the director(s) of the Company
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange as amended or revised from time to time
“Share(s)”	the share(s) of HK\$0.01 (each) in the capital of the Company
“Shareholders”	holders of Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

By Order of the Board  
**Universe Entertainment and Culture Group Company Limited**  
**Lam Shiu Ming, Daneil**  
*Chairman and Executive Director*

Hong Kong, 11th July 2023

*As at the date of this announcement, the executive Directors are Mr. Lam Shiu Ming, Daneil, Mr. Lam Kit Sun and the independent non-executive Directors are Mr. Choi Wing Koon, Mr. Tang Yiu Wing and Ms. Pong Suet Hing.*