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**Luxey International (Holdings) Limited**  
**薈萃國際（控股）有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8041)**

*Website: <http://www.luxey.com.hk>*

**PROPOSED ADOPTION OF  
AMENDED AND RESTATED ARTICLES OF ASSOCIATION**

The board of directors (the “**Board**”) of Luxey International (Holdings) Limited (the “**Company**”) together its subsidiaries the “**Group**”) proposed to amend the existing articles of association of the Company for the purpose of conforming with certain amendments to the Rules Governing the Listing of Securities on GEM (“**GEM Listing Rules**”) which became effective on 1 January 2022 and for housekeeping purpose.

In this connection, the Company proposed to adopt an amended and restated articles of association in substitution of the existing one. The major amendments are summarized below:

- (1) The definition of “associate” was replaced by that of “close associate”;
- (2) The quorum for a class meeting of holders of certain class of shares of the Company (including any adjourned meeting) shall be two persons(s) holding or representing by proxy not less than one-third in nominal value of the issued shares of that class;
- (3) The closure period for inspection of the register of members or registration of transfers of shares may be extended for a further period of not exceeding 30 days in any year (after not more 30 days in each year as determined by the Directors) if approved by the members by an ordinary resolution;
- (4) The Company shall hold an annual general meeting for each financial year within 6 months after the end of its financial year;

- (5) An annual general meeting must be called by notice of not less than 21 clear days. All other general meetings (including an extraordinary general meeting) must be called by notice of not less than 14 clear days;
- (6) All members shall have the right to speak and vote at a general meeting except where a member is required by the GEM Listing Rules to abstain from voting to approve the matter under consideration;
- (7) Any director appointed by the directors to fill a casual vacancy on the Board or as an addition to the existing Board shall hold office only until the first annual general meeting of the Company after his appointment and shall then be eligible for re-election;
- (8) At the annual general meeting or at a subsequent extraordinary general meeting in each year, the members shall by ordinary resolution appoint an auditor;
- (9) The members may by ordinary resolution remove the auditor at any time before the expiration of his term of office;
- (10) The remuneration of the auditor shall be fixed by an ordinary resolution passed at a general meeting or in such manner as the members may by ordinary resolution determine;
- (11) The Directors may fill any casual vacancy in the office of auditor and fix its remuneration. Such auditor shall hold office until the next following annual general meeting of the Company and shall then be subject to appointment by the members at such remuneration to be determined by the members; and
- (12) Unless otherwise determined by the directors, the financial year end of the Company shall be on the 30th day of June in each year.

The proposed amendments to the existing articles of association by way of adoption of the amended and restated articles of association is subject to the approval of the shareholders of the Company by way of a special resolution at the forthcoming annual general meeting. A circular containing, among other things, details relating to the proposed amendments will be despatched to the shareholders of the Company as soon as possible.

By Order of the Board of  
**Luxey International (Holdings) Limited**  
**Chan Hiu Kwan**  
*Executive Director*

Hong Kong, 16 November 2023

*As at the date of this announcement, the Board comprises two (2) Executive Directors, namely, Mr. Lau Chun Fat, George and Ms. Chan Hiu Kwan, and three (3) Independent Non-executive Directors, namely Dr. Lee Chung Mong, John, Mr. Tam Wing Kin and Mr. Fung Chan Man, Alex.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the Stock Exchange website at <http://www.hkexnews.hk> on the “Latest Company Announcements” page for 7 days from the date of its posting and on the website of the Company.*