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GOLDEN FAITH GROUP HOLDINGS LIMITED

高豐集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2863)

PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY

This announcement is made by Golden Faith 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 and restatements to the memorandum and articles of association of the Company (the “**Memorandum and Articles of Association**”).

The board of directors (the “**Directors**”) of the Company (the “**Board**”) proposes to amend the existing Memorandum and Articles of Association in order to, among others, (i) bring the Memorandum and Articles of Association in line with the amendments made to the applicable laws of the Cayman Islands and the Listing Rules, in particular Appendix 3 to the Listing Rules regarding the core shareholder protection standards which became effective on 1 January 2022; (ii) incorporate certain consequential and housekeeping amendments; and (iii) update and clarify provisions where it is considered desirable (collectively, the “**Proposed Amendments**”). As such, the Board proposes to adopt a new set of 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 new amended and restated Memorandum and Articles of Association are subject to the approval of the shareholders of the Company (the “**Shareholders**”) by way of a special resolution at the upcoming annual general meeting of the Company to be held on 28 March 2023. A supplemental circular containing, amongst other things, details of the Proposed Amendments and the proposed adoption of the new amended and restated Memorandum and Articles of Association, together with the supplemental notice of the annual general meeting and the second proxy form will be despatched to the Shareholders in due course.

By Order of the Board
Golden Faith Group Holdings Limited
Ko Chun Hay Kelvin
Executive Director

Hong Kong, 1 March 2023

As at the date of this announcement, the executive Directors are Mr. Ko Chun Hay Kelvin and Mr. Chan Cho Chak; the non-executive Directors are Mr. Yung On Wah (Vice Chairman) , Ms. Wong Cheuk Wai Helena and Mr. Li Kar Fai, Peter and the independent non-executive Directors are Mr. Chan Wing Fai, Mr. Yeung Wai Lung and Mr. Ng Man Li.