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海天地悅旅集團有限公司
S.A.I. LEISURE GROUP COMPANY LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1832)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

This announcement is made by S.A.I. Leisure Group Company 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 existing articles of association of the Company (the “**Articles of Association**”).

The board of directors of the Company (the “**Board**”) proposes to amend the Articles of Association to, amongst others, provide flexibility to the Company in relation to the conduct of general meetings and reflect certain amendments in the Listing Rules and the applicable laws of Hong Kong and the Cayman Islands. As such, the Board proposes to adopt a new set of Articles of Association (the “**New Articles of Association**”) in substitution for, and to the exclusion of, the existing Articles of Association, which is subject to the approval of the shareholders of the Company (“**Shareholders**”) by way of a special resolution at a general meeting of the Company.

A summary of the major proposed amendments to the Articles of Association is set forth below:

1. to allow general meetings to be held as hybrid meetings where Shareholders may attend by means of electronic facilities in addition to as physical meetings where Shareholders attend in person;
2. to set out other related powers of the Board and the chairman of the general meetings, including but not limited to making arrangements for attendance as well as ensuring the security and orderly conduct of such general meetings;
3. to reflect certain amendments in the Listing Rules and the applicable laws of Hong Kong and the Cayman Islands; and

4. to make other minor consequential and tidying-up amendments for house-keeping purposes.

The Board will submit the New Articles of Association for the Shareholders' consideration at the forthcoming annual general meeting of the Company. A circular containing, amongst others, details of the proposed amendments to the Articles of Association under the New Articles of Association, together with the notice of the annual general meeting and the related proxy form, will be despatched to the Shareholders in due course.

By Order of the Board
S.A.I. Leisure Group Company Limited
Henry Tan, *BBS, JP*
Vice Chairman, Executive Director
and Chief Executive Officer

Hong Kong, March 29, 2022

As at the date of this announcement, the Board comprises: (1) Dr. TAN Henry, Mr. CHIU George, Mrs. SU TAN Jennifer Sze Tink and Mr. SCHWEIZER Jeffrey William as the Executive Directors; (2) Dr. TAN Siu Lin (Chairman) and Mr. TAN Willie as the Non-Executive Directors; and (3) Prof. CHAN Pak Woon David, Mr. MA Andrew Chiu Cheung and Mr. CHAN Leung Choi Albert as the Independent Non-Executive Directors.