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Contel Technology Company Limited

康特隆科技有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1912)

PROPOSED ADOPTION OF AMENDED MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY

This announcement is made by Contel Technology 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**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company proposes to amend the existing memorandum and articles of association of the Company (the “**Existing M&A**”), among others, (i) to conform to the amended Appendix 3 to the Listing Rules which came into effect on 1 January 2022 and applicable laws of the Cayman Islands; (ii) to allow the Company to hold hybrid general meetings and electronic general meetings; and (iii) to make other house-keeping amendments to the Existing M&A for the purpose of clarifying existing practices and making consequential amendments in line with the proposed amendments (collectively, the “**Amendments**”). The Board proposes that the Company adopts a new set of amended and restated memorandum and articles of association (the “**Amended M&A**”) in substitution for, and to the exclusion of, the Existing M&A.

The major proposed Amendments is set out below:

1. to provide for shareholders of the Company (the “**Shareholders**”) right to speak and vote at a general meeting except a shareholder is required, by the applicable rules of a designated stock exchange to abstain from voting to approve the matter under consideration;
2. to allow all general meetings of the Company to be held by means of telephone, electronic or other communication facilities;
3. to provide for Shareholders right to appoint, remove and fix the remuneration of the auditor of the Company by ordinary resolution;

4. to provide that an annual general meeting shall be called by notice of not less than twenty-one (21) days and all other general meetings (including an extraordinary general meeting) shall be called by notice of not less than fourteen (14) days;
5. to provide that, unless otherwise determined by the Board, the financial year end of the Company shall be 31 December in each year; and
6. other amendments to better align with the wordings in the Listing Rules, the applicable laws of the Cayman Islands and the relevant provisions in the Existing M&A.

The proposed Amendments are prepared in English and the Chinese translation is for reference only. In case there are any inconsistencies between the English version and the Chinese version of the proposed Amendments, the English version shall prevail.

The proposed adoption of the Amended M&A is subject to the approval of the Shareholders by way of a special resolution at the forthcoming annual general meeting of the Company to be held in due course (the “AGM”) and shall take effect on the date the relevant special resolution is approved at the AGM.

A circular containing, among other things, further details of the proposed Amendments and a notice of the AGM will be despatched to the Shareholders in due course.

By order of the Board
Contel Technology Company Limited
Lam Keung
Chairman and Executive Director

Hong Kong, 26 April 2022

As at the date of this announcement, the Board comprises Mr. Lam Keung, Mr. Qing Haodong, Mr. Mai Lu and Ms. Cheng Yu Pik as executive directors; Mr. Dan Kun Lei, Raymond, Mr. Chan Ngai Fan and Mr. Lai Man Shun as independent non-executive directors.