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## **XINYI ENERGY HOLDINGS LIMITED**

**信義能源控股有限公司**

*(Incorporated in the British Virgin Islands with limited liability)*

**(Stock code: 03868)**

### **PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of Xinyi Energy 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**”) for the proposed amendments to the articles of association (the “**Articles**”) of the Company.

The Board proposes to make certain amendments (the “**Proposed Amendments**”) to the Articles for the purpose of (a) updating the Articles so that the detailed provisions in the Articles will be consistent with (i) the latest legal and regulatory requirements under the laws of the British Virgin Islands and Hong Kong; (ii) the new electronic dissemination rules under the expanded paperless listing regime of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) effective 31 December 2023; and (iii) the creation of the treasury shares that may be held by the Company as permitted under the Listing Rules and (b) making other miscellaneous and house-keeping changes to the Articles for clarification.

For the purpose of incorporating the Proposed Amendments, the Board proposes to adopt the amended and restated articles of association (the “**Amended and Restated Articles**”) in substitution for, and to the exclusion of, the Articles.

The Proposed Amendments and the adoption of the Amended and Restated Articles are subject to the passing of the relevant special resolution(s) by the shareholders (the “**Shareholders**”) of the Company at the forthcoming annual general meeting (the “**AGM**”) of the Company. The Amended and Restated Articles shall become effective upon the conclusion of the AGM following the approval of the Shareholders.

A circular containing, among others, details of the Proposed Amendments and the notice of the AGM has been despatched today to the Shareholders.

On behalf of the Board  
**XINYI ENERGY HOLDINGS LIMITED**  
**LEE Shing Put, B.B.S.**  
*Chairman*

Hong Kong, 30 April 2025

*As of the date of this announcement, the Board comprises four executive Directors, namely, Mr. LEE Shing Put, B.B.S.(Chairman of the Board), Tan Sri Datuk TUNG Ching Sai P.S.M, D.M.S.M, J.P., Mr. TUNG Fong Ngai and Mr. LEE Yau Ching, and three independent non-executive Directors, namely Mr. LEUNG Ting Yuk, The Hon. IP Kwok Him, G.B.M., G.B.S., J.P. and Ms. LYU Fang.*

*This announcement will be published on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and on the website of the Company at [www.xinyienergy.com](http://www.xinyienergy.com).*