

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



China Boton Group Company Limited
中國波頓集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3318)

**PROPOSED ADOPTION OF THE NEW AMENDED AND
RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION OF
THE COMPANY**

This announcement is made by China Boton Group Company Limited (the “**Company**”, together with its subsidiaries as the “**Group**”) 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 of directors of the Company (the “**Board**”) proposes to amend the existing amended and restated memorandum and articles of association of the Company (the “**Existing M&A**”) and to adopt the second amended and restated memorandum and articles of association of the Company (the “**New M&A**”) in order to (i) bring the Existing M&A in line with the relevant requirements of the applicable laws of the Cayman Islands and the Listing Rules and (ii) make some other housekeeping improvements.

The proposed amendments and the proposed adoption of the New M&A are subject to the approval of the shareholders (the “**Shareholders**”) of the Company by way of a special resolution at the forthcoming annual general meeting (the “**AGM**”) of the Company, and will become effective upon the approval by the Shareholders at the AGM.

A circular containing, among other things, details of the proposed amendments and the proposed adoption of the New M&A, together with a notice of the AGM will be despatched to the Shareholders in due course.

By order of the Board
China Boton Group Company Limited
WANG Ming Fan
Chairman

Hong Kong, 23 March 2023

As at the date of this announcement, the executive directors are Mr. Wang Ming Fan, Mr. Li Qing Long and Mr. Yang Ying Chun. The independent non-executive directors are Mr. Ng Kwun Wan, Mr. Leung Wai Man, Roger, and Mr. Zhou Xiao Xiong.