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Yuanda China Holdings Limited
遠大中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2789)

**PROPOSED AMENDMENTS TO THE EXISTING MEMORANDUM
AND ARTICLES OF ASSOCIATION AND ADOPTION OF
AMENDED AND RESTATED
MEMORANDUM AND ARTICLES OF ASSOCIATION**

This announcement is made by Yuanda China Holdings Limited (the “**Company**”, together with its subsidiaries, 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**”) in relation to the proposed amendments to the existing memorandum and articles of association of the Company (the “**Existing Memorandum and Articles**”) and adoption of the amended and restated memorandum and articles of association of Company (the “**Amended and Restated Memorandum and Articles**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company proposes to amend the Existing Memorandum and Articles, in order to conform to the core shareholder protection standards set out in Appendix 3 of the Listing Rules which took effect on 1 January 2022, and to make some house-keeping changes (the “**Proposed Amendments**”) and to adopt the Amended and Restated Memorandum and Articles incorporating the Proposed Amendments in substitution for, and to the exclusion of, the Existing Memorandum and Articles. The Proposed Amendments and the proposed adoption of the Amended and Restated Memorandum and Articles are subject to approval by the shareholders of the Company (the “**Shareholders**”) by way of a special resolution to be proposed at the annual general meeting of the Company to be held on 6 June 2023 (the “**AGM**”).

A circular containing, among other things, details of the Proposed Amendments as well as the adoption of the Amended and Restated Memorandum and Articles, together with a notice convening the AGM, will be despatched to the Shareholders in due course.

By order of the Board
Yuanda China Holdings Limited
Mr. Kang Baohua
Chairman

The PRC, 31 March 2023

As at the date of this announcement, the executive Directors of the Company are Mr. Kang Baohua, Mr. Zhao Zhongqiu, Mr. Ma Minghui, Mr. Wang Hao and Mr. Zhang Lei, and the independent non-executive Directors of the Company are Mr. Poon Chiu Kwok, Mr. Woo Kar Tung, Raymond and Mr. Pang Chung Fai, Benny.