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INFINITY DEVELOPMENT HOLDINGS COMPANY LIMITED
星謙發展控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 640)

**PROPOSED AMENDMENTS TO
THE MEMORANDUM AND ARTICLES OF ASSOCIATION
AND
PROPOSED ADOPTION OF THE NEW MEMORANDUM AND
ARTICLES OF ASSOCIATION**

This announcement is made by Infinity Development Holdings 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 (“**Board**”) of directors (the “**Directors**”) of the Company proposes to amend the existing amended and restated memorandum of association and articles of association (“**Memorandum and Articles of Association**”) of the Company (“**Proposed Amendments**”) and to adopt the second amended and restated memorandum of association (“**New Memorandum**”) and the amended and restated articles of association (“**New Articles of Association**”, together with the New Memorandum, “**New Memorandum and Articles of Association**”) of the Company in substitution for and to the exclusion of the Memorandum and Articles of Association in order to (i) bring the Memorandum and Articles of Association in line with, among other things, the latest legal and regulatory requirements, including the amendments made to Appendix 3 to the Listing Rules which took effect on 1 January 2022 and the latest Companies Act (As Revised) of the Cayman Islands and (ii) expressly allow the Company to hold hybrid and electronic general meetings.

The Proposed Amendments and the adoption of the New Memorandum and Articles of Association 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, further details concerning the Proposed Amendments and the full terms of the Proposed Amendments, together with the notice of the AGM and the proxy form, will be despatched to the Shareholders in due course.

By Order of the Board
Infinity Development Holdings Company Limited
Ip Ka Lun
Director

Hong Kong, 23 December 2022

As at the date of this announcement, the Board comprises four executive Directors, namely, Mr. Jeong Un, Mr. Ip Chin Wing, Mr. Ip Ka Lun and Mr. Stephen Graham Prince; and three independent non-executive Directors, namely Mr. Chan Wing Yau George, Mr. Simon Luk and Mr. Tong Hing Wah.