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CCT FORTIS HOLDINGS LIMITED (中 建 富 通 集 團 有 限 公 司)

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)
(Stock Code: 00138)

PROPOSED AMENDMENTS TO THE BYE-LAWS AND THE ADOPTION OF THE NEW BYE-LAWS

This announcement is made by CCT Fortis Holdings Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Listing Rules.

The Stock Exchange has amended the Listing Rules, relating to, amongst others, the Bye-laws or equivalent constitutional documents of listed issuers under the new Appendix 3 to the Listing Rules with effect from 1 January 2022 for which listed issuers are required to make necessary amendments to the constitutional documents to bring the constitutional documents to conformation.

The Board proposes to seek the approval of the Shareholders by way of a special resolution at the annual general meeting of the Company (the “**AGM**”) for the proposed Amendments to the existing Bye-laws and the adoption of the New Bye-laws in order to:

- (i) bring the Bye-laws in conformity with the latest legal and regulatory requirements, including the uniform set of core shareholder protection standards and other requirements set out in Appendix 3 to the Listing Rules which took effect on 1 January 2022 and the relevant requirements of the applicable laws of Bermuda;
- (ii) allow general meetings of the Company to be held as a physical meeting, hybrid meeting or electronic meeting; and
- (iii) adopt certain consequential and house-keeping improvements and amendments in connection with the proposed Amendments to the Bye-laws for clarity and consistency with the other provisions of the Bye-laws where it is considered desirable and to better align the wording with those of the Listing Rules, the Companies Act and the applicable laws of Bermuda.

In view of the number of amendments proposed to be made to the existing Bye-laws, the Board proposes that the New Bye-laws, incorporated with all the proposed Amendments to the existing Bye-laws, be adopted in substitution for and to the exclusion of the existing Bye-laws. Subject to the approval of the Shareholders by way of a special resolution at the AGM, the New Bye-laws will take effect from the conclusion of the AGM.

A circular for the AGM containing, among other matters, details of the proposed Amendments and the adoption of the New Bye-laws together with a notice of the AGM will be despatched to the Shareholders in due course.

As no Shareholders have a material interest in the proposed Amendments and the adoption of the New Bye-laws, no Shareholders will be required to abstain from voting on the resolutions to approve the proposed Amendments and the adoption of the New Bye-laws.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions have the following meanings when used herein:

“Amendments”	the proposed amendments to the existing Bye-laws, details of which will be set out in the circular for the AGM
“Board”	the board of Directors
“Bye-laws”	the bye-law(s) of the Company, as amended from time to time
“Companies Act”	the Companies Act 1981 of Bermuda (as amended from time to time)
“Company”	CCT Fortis Holdings Limited (中建富通集團有限公司), a company incorporated in the Cayman Islands and continued in Bermuda as an exempted company with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange (stock code: 00138)
“Director(s)”	the director(s) of the Company
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange

“New Bye-laws”	the amended and restated Bye-laws with the proposed Amendments to be adopted at the AGM
“Share(s)”	ordinary share(s) of HK\$0.10 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the issued Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong

By Order of the Board
CCT FORTIS HOLDINGS LIMITED
Mak Shiu Tong, Clement
Chairman

Hong Kong, 13 April 2023

As at the date of this announcement, the executive Directors are Mr. Mak Shiu Tong, Clement and Ms. Cheng Yuk Ching, Flora and the independent non-executive Directors are Mr. Chen Li, Mr. Chow Siu Ngor and Mr. Lau Ho Kit, Ivan.