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**China ZhengTong Auto Services Holdings Limited**  
**中國正通汽車服務控股有限公司**

*(Incorporated under the laws of the Cayman Islands with limited liability)*

**(Stock Code: 1728)**

**PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

This announcement is made by China Zhengtong Auto Services Holdings Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

In November 2021, the Stock Exchange amended the then Appendix 3 to the Listing Rules (which has been renumbered as Appendix A1 to the Listing Rules with effect from 31 December 2023) in order to streamline the shareholder protection standards that issuers were required to provide into one set of Core Shareholder Protection Standards (the “**Core Standards**”) for all issuers. The Core Standards have taken effect since 1 January 2022.

In order to comply with the mandatory requirements under the Listing Rules relating to the Core Standards, the Company proposed to amend the Memorandum of Association of the Company and the Articles of Association of the Company (the “**Articles**”) at the annual general meeting of the Company held on 27 June 2023 (the “**2023 AGM**”). With 69.051% of the votes casted in favour of the resolution and 30.949% of the votes casted against the resolution, the resolution was not passed as it failed to achieve the three-fourths voting requirement needed to pass it as a special resolution. For details, please refer to the Company’s announcement dated 27 June 2023 titled “Poll Results of Annual General Meeting held on 27 June 2023”.

After the 2023 AGM, the Company canvassed views from stakeholders (including certain proxy advisers) and held an extraordinary general meeting on 28 December 2023 (the “**2023 EGM**”) to approve certain amendments to the Articles. Noting the views of stakeholders, the proposed amendments put to the 2023 EGM were substantially identical to those proposed in the 2023 AGM, except for the removal of the proposal to shorten the notice period for calling extraordinary general meetings at which the passing of a special resolutions is to be considered, and the separation of the proposed amendments to the Articles into two sets which were put to the Company’s shareholders for approval under two independent special resolutions. The two special resolutions were not passed at the 2023 EGM with 72.469% of the votes casted in favour of the resolutions and 27.531% of the votes casted against the resolutions. For details, please refer to the Company’s announcement dated 28 December 2023 titled “Poll Results of Extraordinary General Meeting Held on 28 December 2023”.

In order to demonstrate the Company’s willingness to comply with the Core Standards, the Company will propose certain amendments to the Articles at the annual general meeting of the Company to be held on 27 June 2024 (“**2024 AGM**”). The proposed amendments to the Articles in the 2024 AGM are substantially identical to those proposed in the 2023 EGM.

A circular containing details of the proposed amendments to the Articles and a notice convening the 2024 AGM will be despatched to the shareholders on 27 May 2024. Shareholders are advised to read the details of the proposed amendments to the Articles set out in the circular.

By order of the Board  
**China ZhengTong Auto Services Holdings Limited**  
**HUANG Junfeng**  
*Chairman*

Hong Kong, 27 May 2024

*As at the date of this announcement, the Board comprises Mr. HUANG Junfeng, Mr. ZENG Tingyi, Mr. WANG Mingcheng and Mr. CHEN Hong as executive Directors; and Dr. WONG Tin Yau Kelvin, Ms. YU Jianrong and Mr. SONG Tao as independent non-executive Directors.*