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玖龍紙業(控股)有限公司*

NINE DRAGONS PAPER (HOLDINGS) LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 2689)

PROPOSED ADOPTION OF NEW BYE-LAWS

This announcement is made by Nine Dragons Paper (Holdings) Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in relation to the proposed adoption of the amended and restated bye-laws of the Company (the “**New Bye-laws**”).

The board of directors of the Company (the “**Board**”) proposes to seek the approval of the shareholders of the Company (the “**Shareholders**”) to amend the existing amended and restated bye-laws of the Company (the “**Existing Bye-laws**”) by way of adoption of the New Bye-laws in substitution for, and to the exclusion of, the Existing Bye-laws in order to, among others,

- (i) updating and bringing the Existing Bye-laws in line with the latest regulatory requirements in relation to the expanded paperless listing regime and the electronic dissemination of corporate communications by listed issuers made pursuant to the consultation conclusions of the “Proposals to Expand the Paperless Listing Regime and Other Rule Amendments” published by the Stock Exchange in June 2023, and the relevant amendments made to the Listing Rules which took effect from 31 December 2023; and
- (ii) aligning the amendments of the Existing Bye-laws for housekeeping purposes with the provisions of the Listing Rules and the applicable laws of Bermuda (collectively, the “**Proposed Amendments**”).

The Proposed Amendments and the proposed adoption of the New Bye-laws shall be subject to the approval of the Shareholders by way of a special resolution at the forthcoming annual general meeting (the “**AGM**”) of the Company to be held on 3 December 2024, and will become effective upon the approval by the Shareholders at the AGM. Prior to the passing of the special resolution at the AGM, the Existing Bye-laws will remain valid.

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

By order of the Board
Nine Dragons Paper (Holdings) Limited
Cheng Wai Chu, Judy
Company Secretary

Hong Kong, 18 October 2024

As at the date of this announcement, the Board of the Company comprises eight Executive Directors, being Ms. Cheung Yan, Mr. Liu Ming Chung, Mr. Zhang Cheng Fei, Mr. Ken Liu, Mr. Lau Chun Shun, Mr. Zhang Lianpeng, Mr. Zhang Yuanfu and Ms. Zhang Lianru; and five Independent Non-Executive Directors, being Mr. Ng Leung Sing, Mr. Lam Yiu Kin, Ms. Chan Man Ki, Maggie, Dr. Li Huiqun and Dr. Cao Zhenlei.

** For identification purposes only*