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TownRay

Town Ray Holdings Limited
登輝控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1692)

PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION

This announcement is made by Town Ray Holdings Limited (the "**Company**") pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities (the "**Listing Rules**") of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**").

The board (the "**Board**") of directors (the "**Directors**") of the Company proposes to seek the approval of the shareholders of the Company (the "**Shareholders**") for certain amendments to the existing memorandum and articles of association of the Company (the "**Existing Memorandum and Articles of Association**") in order to bring them in line with the latest legal and regulatory requirements, including the amendments made to Appendix A1 to the Listing Rules, which became effective from 1 July 2025.

The Board wishes to amend the Existing Memorandum and Articles of Association for purpose of, among others:

(i) expressly allowing voting by the Shareholders at its general meetings via electronic means;

(ii) allowing for holding electronic and hybrid general meetings of the Company;

(iii) removing the requirement of giving notice of availability to Shareholders when a notice or document is given by way of publication on the websites of the Company and the Stock Exchange;

(iv) updating procedures for electronic dissemination of documents and the acceptance of electronic instructions from Shareholders; and

(v) making consequential and other housekeeping amendments.

The proposed amendments to the Existing Memorandum and Articles of Association are subject to the approval of the Shareholders by way of a special resolution at the forthcoming annual general meeting of the Company scheduled to be held on Wednesday, 27 May 2026 (the "**AGM**") and will become effective upon the approval by the Shareholders at the AGM.

A circular containing, among other matters to be tabled at the AGM, details of the proposed amendments to the Existing Memorandum and Articles of Association together with a notice of AGM will be dispatched to the Shareholders in due course.

By Order of the Board
Town Ray Holdings Limited
Chan Kam Kwong Charles
Chairman and non-executive Director

Hong Kong, 20 April 2026

As at the date of this announcement, the Board comprises Mr. Chan Wai Ming, Mr. Chiu Wai Kwong, Ms. Tang Mei Wah and Dr. Yu Kwok Wai as executive Directors; Dr. Chan Kam Kwong Charles and Ms. Cheng Yuk Sim Connie as non-executive Directors; and Mr. Choi Chi Leung Danny, Mr. Chan Shing Jee, Ms. Chan Tak Yi and Ms. Leung Lai Yee Edwina as independent non-executive Directors.