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NAGACORP

金界控股有限公司

NAGACORP LTD.

金界控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3918)

**PROPOSED AMENDMENTS TO
THE MEMORANDUM AND ARTICLES OF ASSOCIATION OF
THE COMPANY**

This announcement is made by NagaCorp Ltd. (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 of directors (the “**Board**”) of the Company proposes to make certain amendments to the existing memorandum and articles of association of the Company (the “**Existing Memorandum and Articles of Association**”) for the purposes of, among others, updating the Existing Memorandum and Articles of Association to bring them in line with certain recent amendments made to the Listing Rules; reflecting other relevant requirements under the applicable laws of the Cayman Islands; and incorporating certain housekeeping amendments (collectively, the “**Proposed Amendments**”). As such, the Board proposes to adopt an amended and restated Memorandum and Articles of Association (the “**New Memorandum and Articles of Association**”) in substitution for, and to the exclusion of, the Existing Memorandum and Articles of Association.

The Proposed Amendments and the adoption of the New Memorandum and Articles of Association are subject to the approval of the shareholders of the Company (the “**Shareholders**”) by way of a special resolution at its forthcoming annual general meeting of the Company to be held on Friday, 21 April 2023 (the “**AGM**”). A circular of the Company containing, among other things, details of the Proposed Amendments and the adoption of the New Memorandum and Articles of Association together with a notice convening the AGM will be despatched to the Shareholders on or before 24 March 2023.

By order of the Board
NagaCorp Ltd.
Lam Yi Lin
Company Secretary

Hong Kong, 14 March 2023

As at the date of this announcement, the directors of the Company are:

Executive Directors

Tan Sri Dr Chen Lip Keong, Philip Lee Wai Tuck and Chen Yiy Fon

Non-executive Director

Timothy Patrick McNally

Independent Non-executive Directors

Lim Mun Kee, Michael Lai Kai Jin and Leong Choong Wah