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## **PROPOSED AMENDMENTS TO THE BYE-LAWS**

This announcement is made by Dynamic Holdings Limited (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 “**Director(s)**”) of the Company (the “**Board**”) proposed to amend the existing bye-laws of the Company (the “**Bye-Laws**”) to, inter alia, provide flexibility to the Company in relation to the conduct of general meetings and reflect certain amendments to the Listing Rules, and make other consequential and housekeeping amendments.

The major areas of amendments that will be incorporated in the Bye-laws are summarized below:

- (i) to replace the term “associate” with “close associate”;
- (ii) to update the provisions on the treatment of the Directors’ interests and those of his close associates;
- (iii) to allow a general meeting of the Company to be held as hybrid meeting where shareholders of the Company (the “**Shareholders**”) may participate by electronic means in addition to physical meeting where the Shareholders attend in person;
- (iv) to set out the other related powers of the Board and the chairman of the meeting, including making arrangements for attendance at general meetings as well as ensuring the security and orderly conduct of meetings;
- (v) to specify that a resolution put to the vote at general meetings of the Company shall be decided by poll except in physical meeting where the chairman in good faith, decides to allow a resolution which related purely to a procedural or administrative matter to be voted on by a show of hands; and
- (vi) to make other miscellaneous amendments to update or clarify the provisions of the Bye-laws where it is considered desirable or to better align the wordings with the Listing Rules.

The proposed amendments to the Bye-laws are subject to the approval of the Shareholders by way of a special resolution at the forthcoming annual general meeting of the Company to be held on 17 December 2021 (the “AGM”) and, if approved, will become effective upon such approval.

A circular containing, among other matters, details of the proposed amendments to the Bye-laws, together with the notice convening the AGM will be despatched to Shareholders in due course.

By Order of the Board  
**Dynamic Holdings Limited**  
**CHIU Siu Hung, Allan**  
*Chief Executive Officer*

Hong Kong, 29 September 2021

*As at the date of this announcement, the Board of the Company comprises Dr. TAN Lucio C. (Chairman), Mr. CHIU Siu Hung, Allan (Chief Executive Officer), Mrs. TAN Carmen K., Mr. PASCUAL Ramon Sy, Mr. CHUA Joseph Tan, Ms. TAN Vivienne Khao and Ms. TAN Irene Khao as executive Directors; and Mr. CHONG Kim Chan, Kenneth, Mr. GO Patrick Lim, Mr. NGU Angel and Mr. MA Chiu Tak, Anthony as independent non-executive Directors.*