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LAI SUN GARMENT

Lai Sun Garment (International) Limited
(Incorporated in Hong Kong with limited liability)

(Stock Code: 191)

CLARIFICATION ANNOUNCEMENT

Reference is made to the circular (the “**Circular**”) of Lai Sun Garment (International) Limited (the “**Company**”) dated 17 November 2022 in relation to, among others, the proposed adoption of the new articles of association of the Company and notice of annual general meeting to be held on 16 December 2022 (the “**AGM**”) dated 17 November 2022 (the “**AGM Notice**”). Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as those defined in the Circular.

The Company noted that p.138a of the Circular (“**p.138a**”) containing (i) extract of the proposed amendments to Article 170 of the Existing Articles of Association, (ii) the full text of new Article 179A to be inserted to the Existing Articles of Association and (iii) the full text of new Article 183 to be inserted to the Existing Articles of Association has been omitted from the Circular.

The Company would like to clarify that the details of the proposed amendments to the Existing Articles of Association as set out in Appendix VIII of the Circular should include the content of p.138a and accordingly:

- (i) The proposed amendments to Article 170 of the Existing Articles of Association as set out in Appendix VIII to the Circular should be read as follows:

Articles of Association

Proposed Amendments

170.

Any notice or document (including any “corporate communication” within the meaning ascribed thereto under the Listing Rules) may, in accordance with these Articles and subject to the Statutes and the Listing Rules, be served or delivered or made available by the Company on or to any member:

Service of notices

- (i) personally; or

Articles of Association

Proposed Amendments

- (ii) by prepaid post addressed to such member at his registered address as appearing in the register; or
- (iii) by delivering or leaving it at such registered address as aforesaid; or
- (iv) (in the case of a notice) by advertisement in an English language newspaper and a Chinese language newspaper; or
- (v) the address specified by him to the Company for such purpose; or
- (vi) by making it available on the Company’s website; or
- (vii) by any other means as permitted by the Statutes and the Listing Rules from time to time.

Provided that in case of paragraphs (v) and (vi) above, such member has consented or deemed to have consented in the manner permitted in the Statutes and the Listing Rules to the Company (if such consent or deemed consent is required under the relevant Statutes and/or the Listing Rules) communicating with him in such form or manner.

In the case of joint holders of a share, all notices shall be given to that one of the joint holders whose name stands first in the register and notice so given shall be deemed to be a sufficient service on or delivery to all the joint holders.

For the purposes of making available any notices or documents to a member on the Company’s website, the Company shall notify such member that the notice or document has been made available on the Company’s website in the manner prescribed by the Statutes and the Listing Rules (a “notice of availability”).

- (ii) The following new Article 179A should be inserted to the Existing Articles of Association after Article 179 as follows:

Articles of Association

Proposed Amendments

179A.

If the Company shall be wound up, subject to the provisions of the Companies Ordinance, at least three-fourths of the total voting rights of the members present and voting in person or by proxy at the general meeting shall be required to approve a voluntary winding up of the Company. Voluntary winding up

(iii) The following new Article 183 should be inserted to the Existing Articles of Association after Article 182 as follows:

Articles of Association

Proposed Amendments

183. Subject to the provisions of the Companies Ordinance, not less than 75% of the total voting rights of the members in a general meeting shall be required to approve changes to these Articles. Amendment to Articles

A copy of p.138a is set out in the appendix to this announcement.

At the AGM, the chairman of the AGM will table before the members the New Articles of Association incorporating the proposed amendments to the Existing Articles of Association as set out in Appendix VIII to the Circular as supplemented by p.138a. The legal advisers to the Company have confirmed that the proposed amendments to the Existing Articles of Association as set out in Appendix VIII of the Circular as supplemented by p.138a conform with the requirements under the Listing Rules and the laws of the Hong Kong. The Company confirms that there is nothing unusual about the proposed amendments for a company listed in Hong Kong.

Save as above, all information and contents stated in the Circular and the AGM Notice remain unchanged. This clarification announcement is supplemental to and should be read in conjunction with the Circular and the AGM Notice.

By order of the Board
Lai Sun Garment (International) Limited
Chew Fook Aun
Executive Director and Deputy Chairman

Hong Kong, 17 November 2022

As at the date of this announcement, the Board comprises five executive directors, namely Dr. Lam Kin Ngok, Peter (Chairman), Mr. Chew Fook Aun (Deputy Chairman), Madam U Po Chu, Mr. Lam Kin Hong, Matthew and Mr. Lam Hau Yin, Lester (also alternate to Madam U Po Chu); and three independent non-executive directors, namely Messrs. Leung Shu Yin, William, Lam Bing Kwan and Chow Bing Chiu.

**APPENDIX
P.138a TO THE CIRCULAR**

**APPENDIX VIII DETAILS OF THE PROPOSED AMENDMENTS
TO THE EXISTING ARTICLES OF ASSOCIATIONS**

**Articles of
Association**

Proposed Amendments

For the purposes of making available any notices or documents to a member on the Company’s website, the Company shall notify such member that the notice or document has been made available on the Company’s website in the manner prescribed by the Statutes and the Listing Rules (a “notice of availability”).

179A.

If the Company shall be wound up, subject to the provisions of the Companies Ordinance, at least three-fourths of the total voting rights of the members present and voting in person or by proxy at the general meeting shall be required to approve a voluntary winding up of the Company.

Voluntary
winding up

183.

Subject to the provisions of the Companies Ordinance, not less than 75% of the total voting rights of the members in a general meeting shall be required to approve changes to these Articles.

Amendment
to Articles