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## MIRAMAR GROUP

**MIRAMAR HOTEL AND INVESTMENT COMPANY, LIMITED**

**美麗華酒店企業有限公司**

*(Incorporated in Hong Kong with limited liability)*

(Stock Code: 71)

### **PROPOSED ADOPTION OF THE NEW ARTICLES OF ASSOCIATION**

This announcement is made by Miramar Hotel and Investment Company, 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 of the Company (the “**Board**”) proposes to adopt the new articles of association of the Company (the “**New Articles of Association**”) to incorporate certain amendments to the existing articles of association of the Company for the purpose of, among others, (i) aligning it with the amended Companies Ordinance (Chapter 622 of the Laws of Hong Kong) in relation to the implementation of the treasury share regime for Hong Kong-incorporated listed issuers and adoption of an implied consent mechanism for the dissemination of corporate communications by the Company by means of a website; (ii) bringing it in line with the Listing Rules amendments in relation to the further expansion of the paperless listing regime, which includes enabling shareholders to attend hybrid or virtual general meetings with the use of virtual meeting technology, to vote via electronic means at general meetings and to submit proxy-related instructions and other notices to the Company by electronic means, and to receive electronic payment of corporate action proceeds (e.g. dividends); (iii) incorporating certain housekeeping changes to enable the Company to conduct general meetings and handle other corporate affairs more efficiently; and (iv) bringing it in line with the Listing Rules by removing the “5% threshold” which prohibits the directors of the Company from voting at Board meetings relating to material interest.

A special resolution will be proposed at the forthcoming annual general meeting of the Company to be held on 8 June 2026 (the “**AGM**”) for the shareholders of the Company (the “**Shareholders**”) to consider and, if thought fit, approve the adoption of the New Articles of Association. A circular containing, among others, further details of the proposed adoption of the New Articles of Association and the notice of the AGM, will be despatched to the Shareholders in due course.

By Order of the Board  
**Dickson Lai Ho Man**  
*Company Secretary*

Hong Kong, 20 April 2026

*As at the date of this announcement, (i) the executive Directors are Dr. Lee Ka Shing, Dr. Colin Lam Ko Yin, Mr. Richard Tang Yat Sun and Mr. Norman Ho Hau Chong; (ii) the non-executive Directors are Dr. Patrick Fung Yuk Bun and Mr. Dominic Cheng Ka On; and (iii) the independent non-executive Directors are Dr. Timpson Chung Shui Ming, Mr. Howard Yeung Ping Leung, Mr. Thomas Liang Cheung Bui, Mr. Wu King Cheong, Mr. Alexander Au Siu Kee, Dr. Benedict Sin Nga Yan and Ms. Wong Yeung Fong.*