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**中國奧園集團股份有限公司**  
**China Aoyuan Group Limited**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 3883)**

**PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

This announcement is made by China Aoyuan Group 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 (the “**Board**”) of directors (the “**Directors**”) of the Company proposes to amend (the “**Proposed Amendments**”) the current articles of association of the Company (the “**Current Articles**”) to reflect and align with changes to the requirements under the amended Appendix 3 of the Listing Rules which took effect on 1 January 2022. In addition, other house-keeping amendments have also incorporated to better align with the wordings in the applicable laws of Cayman Islands and the Listing Rules and are in line with the Proposed Amendments.

The Board further proposes that the Company adopts a new amended and restated articles of association of the Company (the “**New Articles**”) in substitution for, and to the exclusion of, the Current Articles.

The Proposed Amendments are prepared in the English language, the Chinese language translation of the Proposed Amendments is for reference only. In the event of any inconsistencies between the English language version and the Chinese language version of the Proposed Amendments, the English language version shall prevail. The proposed adoption of the New Articles is subject to the approval of the shareholders of the Company (the “**Shareholders**”) to be adopted by way of a special resolution at the forthcoming annual general meeting of the Company (the “**AGM**”) to be convened and shall take effect on the date the relevant special resolution is approved at the AGM.

A circular containing, among other things, further details of the Proposed Amendments and a notice of the AGM will be despatched to the Shareholders in due course.

At the request of the Company, trading in the shares of the Company on The Stock Exchange of Hong Kong Limited has been suspended with effect from 9:00 a.m. on Friday, 1 April 2022, pending the publication of its audited annual results for the year ended 31 December 2021.

By order of the Board  
**China Aoyuan Group Limited**  
**Guo Zi Wen**  
*Chairman*

Hong Kong, 21 July 2022

*As at the date of this announcement, the executive Directors are Mr. Guo Zi Wen, Mr. Guo Zi Ning, Mr. Ma Jun and Mr. Chen Zhi Bin; the non-executive Director is Mr. Zhang Jun; and the independent non-executive Directors are Mr. Tsui King Fai, Mr. Cheung Kwok Keung and Mr. Lee Thomas Kang Bor.*