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港華智慧能源有限公司 Towngas Smart Energy Company Limited

*(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1083)*

PROPOSED ADOPTION OF NEW MEMORANDUM AND ARTICLES OF ASSOCIATION

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 Towngas Smart Energy Company Limited (the “**Company**”) announces that the Board proposes to amend the existing memorandum and articles of association of the Company (the “**Existing Memorandum and Articles**”) by adopting the new memorandum and articles of association of the Company (the “**New Memorandum and Articles**”) for the purposes of, among others, (i) reflecting the Listing Rules amendments in relation to the further expansion of the paperless listing regime (including enabling electronic communications from shareholders of the Company (the “**Shareholders**”) and electronic payment of corporate action proceeds); (ii) expressly allowing the Company to hold and use treasury shares subject to the laws of the Cayman Islands and the Listing Rules; and (iii) making consequential and some other housekeeping amendments in accordance with the requirements of the Listing Rules and the laws of the Cayman Islands (the “**Proposed Amendments**”).

In view of the number of the Proposed Amendments, the Board proposes to adopt the New Memorandum and Articles in substitution for, and to the exclusion of, the Existing Memorandum and Articles. The proposed adoption of the New Memorandum and Articles is 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 27th May 2026 (the “**AGM**”). A circular containing, among other things, particulars relating to the Proposed Amendments to the Existing Memorandum and Articles brought about by the adoption of the New Memorandum and Articles, together with a notice convening the AGM, will be despatched to the Shareholders.

By Order of the Board
Towngas Smart Energy Company Limited
Elsa Wong Lai-kin
Company Secretary

Hong Kong, 18th March 2026

As at the date of this announcement, the Board comprises:

Non-executive Directors:

Dr. the Hon. Lee Ka-kit (*Chairman*)

Mr. Kenneth Liu Kai-lap

Independent Non-executive Directors:

Dr. the Hon. Moses Cheng Mo-chi

Mr. Brian David Li Man-bun

Dr. Christine Loh Kung-wai

Executive Directors:

Mr. Peter Wong Wai-yee (*Chief Executive Officer*)

Dr. John Qiu Jian-hang (*Chief Operating Officer – Renewable Business*)

Mr. Zhou Heng-xiang (*Chief Operating Officer – Mainland Gas Business*)