Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

COMPUTER AND TECHNOLOGIES HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 00046)

PROPOSED ADOPTION OF THE AMENDED AND RESTATED BYE-LAWS OF THE COMPANY

This announcement is made by Computer And Technologies Holdings Limited (the "**Company**") pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities (the "**Listing Rules**") on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"). The board (the "**Board**") of directors ("**Directors**") of the Company proposes to make amendments to the existing bye-laws of the Company (the "**Existing Bye-laws**") and adopt an amended and restated bye-laws of the Company (the **"Amended and Restated Bye-laws"**).

Pursuant to the Consultation Conclusions on Listing Regime for Overseas Issuers published by the Stock Exchange in November 2021, the Listing Rules have been amended with effect from 1 January 2022 which requires, among others, listed issuers to adopt a uniform set of 14 "Core Standards" set out in Appendix 3 to the Listing Rules for shareholder protections for issuers. Furthermore, the Company proposes to modernise and provide flexibility to the Company in relation to the conduct of general meetings. As such, the Board proposes to amend the Existing Bye-laws in order to, among others, (i) allow a general meeting to be held as an electronic meeting (also referred to as virtual general meeting) or a hybrid meeting; (ii) allow flexibility in fixing the record date for the purpose of declaration and distribution of dividends; (iii) bring the bye-laws of the Company in line with amendments made to Listing Rules (in particular the Core Standards) and applicable laws of Bermuda; and (iv) make certain minor housekeeping amendments to the Bye-laws for the purpose of clarifying existing practice and making consequential amendments in line with the amendments to the Existing Bye-laws (collectively, the "**Proposed Amendments**"). Details of the Proposed Amendments will be set out in the circular to be despatched to the shareholders of the Company (the "**Shareholders**") in due course.

At the upcoming annual general meeting of the Company (the "**2022 AGM**"), a special resolution will be proposed for the Shareholders to consider and, if thought fit, approve the proposed adoption of the Amended and Restated Bye-laws in substitution for, and to the exclusion of, the Existing Bye-laws incorporating the Proposed Amendments.

A circular containing, amongst other things, further information regarding the Proposed Amendments, together with the notice of the 2022 AGM will be despatched to the Shareholders in due course.

By Order of the Board
Computer And Technologies Holdings Limited
Ng Cheung Shing
Chairman

Hong Kong, 22 April 2022

As at the date of this announcement, the Board comprises Mr. Ng Cheung Shing, Mr. Cheung Wai Lam, Mr. Leung King San Sunny and Mr. Ng Kwok Keung as executive Directors, and Ms. Chan Yuen Shan Clara, Mr. Ha Shu Tong, Professor Lee Kwok On Matthew and Mr. Ting Leung Huel Stephen as independent non-executive Directors.