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PROPOSED ADOPTION OF NEW BYE-LAWS

The Board proposes to adopt new Bye-laws in place of the existing Bye-laws in order to bring the constitution of the Company in line with the amendments to the Listing Rules and the Bermuda laws since the adoption of the existing Bye-laws in 1991.

The adoption of new Bye-laws is subject to the approval of the Shareholders by way of a special resolution to be proposed at the forthcoming AGM.

A circular containing, among other things, details of the adoption of the new Bye-laws, together with a notice convening the AGM, will be despatched to the Shareholders as soon as practicable.

This announcement is made by the Company pursuant to Rule 13.51(1) of the Listing Rules.

The existing Bye-laws of the Company were adopted in 1991. Since then, there have been various amendments in the Listing Rules and the Bermuda laws including certain amendments to Companies Act 1981 of Bermuda and the Corporate Governance Code in Appendix 14 to the Listing Rules. Substantial amendments to the existing Bye-laws are required to bring the constitution of the Company in line with such amendments. It is proposed that a set of new Bye-laws, which complies with the current Listing Rules and Bermuda laws, and includes certain housekeeping changes, be adopted in place of the existing Bye-laws.

The Board will propose to seek approval of the Shareholders by way of special resolution at the forthcoming AGM to adopt a new set of Bye-laws.

A circular containing, among other things, details of the adoption of the new Bye-laws, together with a notice convening the forthcoming AGM and the related proxy form, will be despatched to the Shareholders as soon as practicable.

* *for identification purposes only*

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meaning:

“AGM”	the annual general meeting to be held by the Company in 2016
“Board”	the board of Directors
“Bye-laws”	the Bye-laws of the Company, as amended from time to time, and “Bye-law” construes any bye-law thereof
“Company”	EPI (Holdings) Limited, a company incorporated in Bermuda with limited liability and the issued Shares of which are listed on the Main Board of the Stock Exchange
“Directors”	directors of the Company
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Share(s)”	ordinary share(s) of HK\$0.01 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

By Order of the Board
EPI (Holdings) Limited
Tse Kwok Fai, Sammy
Executive Director & CEO

Hong Kong, 16 May 2016

As at the date of this announcement, the Board comprises the non-executive chairman, namely Mr. Ho King Fung, Eric; three executive Directors, namely Mr. Tse Kwok Fai, Sammy (chief executive officer), Mr. Chan Chi Hung, Anthony and Mr. Zou Feng; a non-executive Director, namely Mr. Phen Chun Shing Vincent; and three independent non-executive Directors, namely Mr. Qian Zhi Hui, Mr. Teoh Chun Ming and Mr. Zhu Tiansheng.