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WHEELOCK AND COMPANY LIMITED
(Incorporated in Hong Kong with limited liability)
(Stock Code: 20)

PROPOSED ADOPTION OF NEW ARTICLES OF ASSOCIATION

The board of Directors (“**Board**”) of Wheelock and Company Limited (“**Company**”) announces that a proposal (“**Proposal**”) to adopt a revised set of articles of association to substitute the existing Articles of Association of the Company will be submitted to the forthcoming annual general meeting (“**AGM**”) for consideration and approval by shareholders of the Company (“**Shareholders**”). The purpose of the Proposal is to bring the Articles of Association in line with the new Companies Ordinance, which came into force on 3 March 2014, and also to bring the Articles of Association more up-to-date and in line with the Listing Rules, current corporate practices and circumstances, etc.

A circular containing, among other things, details of the Proposal, together with the notice of the AGM which will be held on 10 June 2014, will be despatched to Shareholders on or about 30 April 2014.

By Order of the Board
Wilson W. S. Chan
Company Secretary

Hong Kong, 22 April 2014

As at the date of this announcement, the Board of the Company comprises Mr. Douglas C. K. Woo, Mr. Peter K. C. Woo, Mr. Stephen T. H. Ng, Mr. Stewart C. K. Leung and Mr. Paul Y. C. Tsui, together with two non-executive Directors, namely, Mrs. Mignonne Cheng and Mr. Ricky K. Y. Wong, and seven Independent Non-executive Directors, namely, Mr. Tak Hay Chau, Mr. Winston K. W. Leong, Mr. Alan H. Smith, Mr. Richard Y. S. Tang, Mr. Kenneth W. S. Ting, Ms. Nancy S. L. Tse and Mr. Glenn S. Yee.