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NICHE-TECH GROUP LIMITED

駿碼科技集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8490)

PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION

This announcement is made by Niche-Tech Group Limited (the “**Company**”) pursuant to Rule 17.50(1) of Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) in relation to the proposed amendments to the existing memorandum and articles of association of the Company (the “**Memorandum and Articles of Association**”).

The board (the “**Board**”) of the directors (the “**Directors**”) of the Company proposes to amend the existing Memorandum and Articles of Association to, amongst others, (i) bring the constitutional documents of the Company in line with the amendments made to the applicable laws of the Cayman Islands and the GEM Listing Rules, and (ii) incorporate certain housekeeping amendments. As such, the Board proposes to adopt a new set of Memorandum and Articles of Association (the “**New Memorandum and Articles of Association**”) in substitution for, and to the exclusion of, the Memorandum and Articles of Association, which is subject to the approval of the shareholders of the Company (the “**Shareholders**”) by way of a special resolution at a general meeting of the Company.

The Board will submit the New Memorandum and Articles of Association for the Shareholders’ consideration at the forthcoming annual general meeting of the Company. A circular containing, amongst others, details of the proposed amendments to the Memorandum and Articles of Association under the New Memorandum and Articles of Association, together with the notice of the annual general meeting and the related proxy form, will be dispatched to the Shareholders in due course.

By Order of the Board
Niche-Tech Group Limited
Chow Bok Hin Felix

Executive Chairman and Executive Director

Hong Kong, 6 May 2022

As at the date of this announcement, the executive Directors are Mr. Chow Bok Hin Felix, Professor Chow Chun Kay Stephen and Mr. Shi Yiwu, non-executive Director is Mr. Li Chiu Fan, and the independent non-executive Directors are Professor Ng Wang Wai Charles, Mr. Tai Chun Kit and Mr. Poon Lai Yin Michael.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the GEM website at <http://www.hkgem.com> on the “Latest Listed Company Information” page for a minimum period of seven days from the date of its publication. This announcement will also be published on the Company’s website at <http://www.nichetech.com.hk>.