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YEAH YEAH GROUP HOLDINGS LIMITED
(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)
(Stock Code: 8082)

**(1) PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS AND
PROPOSED ADOPTION OF THE NEW BYE-LAWS; AND
(2) PROPOSED CHANGE OF COMPANY NAME**

**PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS AND PROPOSED
ADOPTION OF THE NEW BYE-LAWS**

The Board announces that a proposal has been made to amend the Existing Bye-laws and to adopt the New Bye-laws in substitution for, and to the exclusion of, the Existing Bye-laws.

PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from “Yeah Yeah Group Holdings Limited” to “Sunny Side Up Culture Holdings Limited”, and to adopt the Chinese name of “光尚文化控股有限公司” as the secondary name of the Company.

The proposed Change of Company Name is conditional upon the following conditions having been satisfied:

- (i) the passing of a special resolution by the Shareholders at the forthcoming AGM approving the proposed Change of Company Name; and
- (ii) the Registrar of Companies in Bermuda granting approval for the proposed Change of Company Name by issuing a certificate of change of name.

GENERAL

A circular containing, among other things, further details concerning (1) the Proposed Amendments and the proposed adoption of the New Bye-laws; and (2) the proposed Change of Company Name, and a notice convening the AGM will be dispatched to the Shareholders in due course.

PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS AND PROPOSED ADOPTION OF THE NEW BYE-LAWS

The Board announces that a proposal has been made to amend the Existing Bye-laws and to adopt the New Bye-laws in substitution for, and to the exclusion of, the Existing Bye-laws. The proposal is subject to approval by the Shareholders by way of a special resolution at the AGM.

The Board proposes to amend the Existing Bye-laws to, among others:

- (a) reflect the proposed Change of Name;
- (b) reflect and align with changes to the requirements under the amended Appendix 3 to the GEM Listing Rules which took effect on 1 January 2022;
- (c) provide the Company with more flexibility to hold general meetings as hybrid meetings or electronic meetings so that Shareholders and/or their proxies have the option of attending general meetings through electronic means in addition to or in place of physical attendance; and
- (d) align with the applicable laws of Bermuda and incorporate certain corresponding and housekeeping amendments (collectively, the **“Proposed Amendments”**).

PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from “Yeah Yeah Group Holdings Limited” to “Sunny Side Up Culture Holdings Limited”, and to adopt the Chinese name of “光尚文化控股有限公司” as the secondary name of the Company.

Conditions for the proposed Change of Company Name

The proposed Change of Company Name is conditional upon the following conditions having been satisfied:

- (i) the passing of a special resolution by the Shareholders at the AGM approving the proposed Change of Company Name; and
- (ii) the Registrar of Companies in Bermuda granting approval for the proposed Change of Company Name by issuing a certificate of change of name.

Subject to the satisfaction of the conditions set out above, the proposed Change of Company Name will take effect upon the date of the issue of a certificate of change of name by the Registrar of Companies in Bermuda confirming that the new names have been registered. The Company will then carry out the necessary filing procedures with the Companies Registry in Hong Kong.

Reasons for the proposed Change of Company Name

The Board considers that the proposed Change of Company Name will better reflect the Company's business and its future development direction. The Board believes that the new English and Chinese names of the Company will improve the Company's corporate image and position. Therefore, the Board considers the proposed Change of Company Name to be in the interests of the Company and the Shareholders as a whole.

Effects of the proposed Change of Company Name

The proposed Change of Company Name will not affect any rights of the Shareholders or the Company's daily business operation or its financial position. All existing share certificates of the Company in issue bearing the existing name or former name of the Company shall, upon the proposed Change of Company Name becoming effective, continue to be good evidence of legal title to such Shares and will remain valid for trading, settlement, registration and delivery for the same number of Shares in the new names of the Company. There will not be any arrangement for free exchange of the existing share certificates for new share certificates bearing the new names of the Company. Upon the proposed Change of Company Name becoming effective, all new share certificates will be issued only in the new names of the Company.

In addition, subject to confirmation by the Stock Exchange, the stock short names of the Company for trading in the securities on the Stock Exchange and the logo of the Company will also be changed after the proposed Change of Company Name becoming effective. Further announcement(s) will be made by the Company in relation to the effective date of the proposed Change of Company Name and details of the change of the stock short names, logo and website of the Company. The stock code of the Company will remain as "8082".

GENERAL

At the AGM, special resolutions will be proposed to approve (1) the Proposed Amendments and the proposed adoption of the New Bye-laws; and (2) the proposed Change of Company Name. A circular containing, among other things, further details concerning (1) the Proposed Amendments and the proposed adoption of the new Bye-laws; and (2) the proposed Change of Company Name, and a notice convening the AGM will be dispatched to the Shareholders in due course.

Further announcement(s) will be made by the Company to inform the Shareholders of the results of the AGM, the effective date of the proposed Change of Company Name and the new stock short names of the Company for trading on the Stock Exchange as and when appropriate.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions have the following meanings when used herein:

“AGM”	the upcoming annual general meeting of the Company to be convened
“Board”	the board of Directors
“Bye-laws”	the bye-laws of the Company, as amended from time to time
“Change of Company Name”	the proposal for the Company to change its English name from “Yeah Yeah Group Holdings Limited” to “Sunny Side Up Culture Holdings Limited” and to adopt the Chinese name of “光尚文化控股有限公司” as the secondary name of the Company
“Company”	Yeah Yeah Group Holdings Limited, a company incorporated in the Cayman Islands and continued in Bermuda with limited liability, the issued Shares of which are listed on GEM (stock code: 8082)
“Director(s)”	director(s) of the Company
“Existing Bye-laws”	the existing Bye-laws adopted by a special resolution passed on 1 September 2010
“GEM”	GEM operated by the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong
“Hong Kong”	Hong Kong Special Administrative Region of the People’s Republic of China
“New Bye-laws”	the amended and restated bye-laws proposed to be adopted by the Company at the AGM
“Share(s)”	ordinary share(s) of HK\$0.025 each in the share capital of the Company

“Shareholder(s)” holder(s) of the issued Shares

“Stock Exchange” The Stock Exchange of Hong Kong Limited

By order of the board
Yeah Yeah Group Holdings Limited
Dong Choi Chi, Alex
Chairman and executive Director

Hong Kong, 17 May 2023

As at the date of this announcement, the board comprises two executive Directors, namely Mr. Dong Choi Chi, Alex (the chairman) and Mr. Chong Cho Lam (chief executive officer), and three independent non-executive Directors, namely Mr. Chan Wai Man, Dr. Ip Wai Hung and Mr. Siu Hi Lam, Alick.

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 “Latest Listed Company Information” page of the website of the Stock Exchange at www.hkexnews.hk for at least 7 days from the day of its publication and on the website of the Company at www.8082.com.hk.