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Royal Century Resources Holdings Limited

仁德資源控股有限公司

(incorporated in Hong Kong with limited liability)

(Stock code: 8125)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND PROPOSED ADOPTION OF THE NEW ARTICLES OF ASSOCIATION

This announcement is made by Royal Century Resources Holdings Limited (the “**Company**”) pursuant to Rule 17.50(1) of the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited.

The board (“**Board**”) of directors (the “**Directors**”) of the Company proposes to amend the existing articles of association (“**Articles of Association**”) of the Company (“**Proposed Amendments**”) and to adopt the amended and restated articles of association (“**New Articles of Association**”) of the Company in substitution for and to the exclusion of the Articles of Association in order to (i) bring the Articles of Association in line with, among other things, the latest legal and regulatory requirements, including the amendments made to Appendix 3 to the GEM Listing Rules which took effect on 1 January 2022 and the relevant changes to the GEM Listing Rules; and (ii) expressly allow the Company to hold hybrid and electronic general meetings.

The Proposed Amendments and adoption of the New Articles of Association are subject to the approval of the shareholders of the Company by way of a special resolution at the forthcoming annual general meeting (the “**AGM**”) of the Company, and will become effective upon the approval by the shareholders at the AGM. A circular containing, among other things, further details concerning the Proposed Amendments and the full terms of the Proposed Amendments, together with the notice of the AGM and the proxy form, will be despatched to the shareholders of the Company in due course.

By order of the Board
Royal Century Resources Holdings Limited
Chan Chi Yuen
Chairman

Hong Kong, 8 August 2023

As at the date of this announcement, the executive Directors are Mr. Chan Chi Yuen and Mr. Wang Jun; and the independent non-executive Directors are Mr. Chan Chiu Hung Alex, Mr. Wu Zhao and Mr. Lam Cheok Va.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (“HKEx”) 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 HKEx website at www.hkex.com.hk for at least 7 days from the date of its posting and on the website of the Company at www.royalcentury.hk.