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TK NEW ENERGY

Tonking New Energy Group Holdings Limited

同景新能源集團控股有限公司 *

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8326)

PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION

This announcement is made pursuant to Rule 17.50(1) of the Rules Governing the Listing of Securities on GEM (the "**GEM Listing Rules**") on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"), made in relation to the proposed amendments to the Company's amended and restated Memorandum and Articles of Association (the "**M&A**").

The board (the "**Board**") of directors (the "**Directors**") of Tonking New Energy Group Holdings Limited (the "**Company**") proposed to amend the M&A. The GEM Listing Rules have been amended in relation to (i) the expanded paperless listing regime; (ii) the holding and voting of general meetings by hybrid or electronic means; and (iii) the holding and use of treasury shares.

Accordingly, the Board proposes to amend the M&A to (i) ensure that the M&A complies with the latest requirements of the GEM Listing Rules and applicable laws of the Cayman Islands; and (ii) make certain house-keeping amendments to the M&A.

The amendments to the M&A are subject to approval by shareholders of the Company (the "**Shareholders**") at the forthcoming annual general meeting of the Company (the "**AGM**") to be held on Friday, 19 September 2025, by way of a special resolution.

* *For identification purpose only*

A special resolution in relation to the amendments to the M&A will be proposed at the AGM for Shareholders' consideration and approval. A circular containing, among other things, details of the proposed amendments to the M&A, the proposed adoption of the new M&A, and the notice of the AGM will be despatched to the Shareholders as soon as practicable.

By order of the Board
Tonking New Energy Group Holdings Limited
Mr. Wu Jian Nong
Executive Director, Chairman of the Board
and Chief Executive Officer

Hong Kong, 21 July 2025

As at the date of this announcement, the executive Directors are Mr. Wu Jian Nong, Ms. Shen Meng Hong and Mr. Xu Shui Sheng; and the independent non-executive Directors are Ms. Wang Xiaoxiong, Mr. Zhou Yuan and Mr. Shen Fuxin.

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 Stock Exchange's website (www.hkexnews.hk) for 7 days from the date of its posting and will also be published on the Company's website (www.tonkinggroup.com.hk).