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ARCHOSAUR GAMES INC.

祖龙娱乐有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9990)

PROPOSED ADOPTION OF THE FOURTH AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY

The board of directors (the “**Board**”) of ARCHOSAUR GAMES INC. (the “**Company**”) announces that to conform with the core shareholder protection standards set out in Appendix 3 (the “**Core Shareholder Protection Standards**”) to the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) which took effect on 1 January 2022, the Board proposes to amend the current articles of association of the Company (the “**Articles**”) and to adopt the fourth amended and restated articles of association (the “**New Articles**”) in substitution for, and to the exclusion of, the Articles.

A summary of the major changes brought about by the adoption of the New Articles are set out below:

- (i) set out the requirement to hold an annual general meeting in each financial year and such annual general meeting must be held within 6 months after the end of the financial year;
- (ii) give the right of any shareholder(s) of the Company (the “**Shareholder**” or the “**Shareholders**”) holding not less than 10 per cent of the voting rights of the Company to make a requisition to convene an extraordinary general meeting and to add resolutions to the agenda of the meeting;
- (iii) specify that all Shareholders of the Company have the right to speak and vote at general meetings except where a Shareholder is required by the Listing Rules to abstain from voting to approve the matter under consideration;
- (iv) to provide that any representative authorised by a clearing house to attend any meeting of the Company shall have the right to speak and the right to vote at the meeting;
- (v) give the Shareholders of the Company the right to remove the auditors of the Company by an ordinary resolution;
- (vi) bring the Articles in line with amendments made to the applicable laws of the Cayman Islands and the Listing Rules; and
- (vii) make minor consequential and tidying-up amendments for house-keeping purposes.

The proposed adoption of the New Articles is subject to the approval of the Shareholders by way of a special resolution at the forthcoming annual general meeting of the Company (the “AGM”). A circular containing, among other things, particulars relating to the proposed amendments to the Articles brought about by the proposed adoption of the New Articles, together with a notice convening the AGM, will be despatched to the Shareholders in due course.

By order of the Board
Archosaur Games Inc.
Mr. Li Qing
Chairman and Executive Director

Beijing, China, 24 March 2023

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Li Qing as Chairman and an Executive Director, Mr. Bai Wei as an Executive Director, Ms. Liu Ming and Mr. Lu Xiaoyin as Non-executive Directors, and Mr. Bai Kun, Mr. Zhu Lin and Mr. Ding Zhiping as Independent Non-executive Directors.