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HC GROUP INC.

慧聪集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 02280)

PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION

The board (the “**Board**”) of directors (the “**Directors**”) of HC Group Inc. (the “**Company**”) proposes to amend the existing amended and restated memorandum and articles of association of the Company (the “**existing M&A**”) and to adopt the amended and restated memorandum and articles of association of the Company (the “**new M&A**”).

The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) were amended by, among other things, adopting a set of core standards for shareholder protections for issuers set out in Appendix 3 to the Listing Rules. The Board proposes to amend its existing M&A (i) to conform with the said core standards for shareholder protections; (ii) to reflect and align with certain amendments to the applicable laws of the Cayman Islands; and (iii) to incorporate corresponding and housekeeping changes. The Board also proposes to adopt the new M&A incorporating such amendments in substitution for, and to the exclusion of, the existing M&A.

The proposed amendments to and the adoption of the new M&A will be subject to the approval by the shareholders of the Company by way of a special resolution at the forthcoming annual general meeting of the Company. A circular containing, among other things, details of the proposed amendments to the existing M&A and the adoption of the new M&A will be despatched to the shareholders of the Company in due course.

By order of the Board

HC GROUP INC.

Liu Jun

Chairman and Chief Executive Officer

Hong Kong, 24 March 2023

As at the date of this announcement, the Board comprises:

Mr. Liu Jun (*Executive Director, Chairman and Chief Executive Officer*)

Mr. Zhang Yonghong (*Executive Director*)

Mr. Liu Xiaodong (*Executive Director and President*)

Mr. Guo Fansheng (*Non-executive Director*)

Mr. Sun Yang (*Non-executive Director*)

Mr. Lin Dewei (*Non-executive Director*)

Mr. Zhang Ke (*Independent non-executive Director*)

Mr. Zhang Tim Tianwei (*Independent non-executive Director*)

Ms. Qi Yan (*Independent non-executive Director*)