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**Qingci Games Inc.**

**青瓷游戏有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 6633)**

## **PROPOSED AMENDMENT TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION**

In view of the changes to Appendix 3 of the Listing Rules regarding core shareholder protection standards (the “**Core Shareholder Protection Standards**”) which became effective on January 1, 2022, the Board of the Company propose to amend the Memorandum and Articles of Association to conform to the Core Shareholder Protection Standards. The proposed amendment to the Memorandum and Articles of Association and the adoption of the new Memorandum and Articles of Association incorporating such amendment are subject to the approval of the Shareholders by way of a special resolution at the annual general meeting of the Company to be held on or about Tuesday, June 6, 2023.

The amendment to the existing Memorandum and Articles of Association is as follows:

<b>Article</b>	<b>Original</b>	<b>Amendments</b>	<b>Relevant paragraph of Appendix 3 of the Listing Rules</b>
12.1	The Company shall hold a general meeting as its annual general meeting in each financial year. The annual general meeting shall be specified as such in the notices calling it and shall be held at such time and place as the Board shall appoint.	The Company shall hold a general meeting as its annual general meeting <b><u>for each financial year, to be held within six months (or such other period as may be permitted by the Listing Rules or the Exchange) after the end of such</u></b> <del>in each</del> financial year. The annual general meeting shall be specified as such in the notices calling it and shall be held at such time and place as the Board shall appoint.	14(1)

The proposed amendment to the Memorandum and Articles of Association and the adoption of the new Memorandum and Articles of Association incorporating such amendment are subject to the approval of the Shareholders by way of a special resolution to be proposed at the AGM. A circular containing, among other things, particulars relating to the proposed amendment to Memorandum and Articles of Association together with a notice convening the AGM will be despatched to the Shareholders together with the annual report for the year ended December 31, 2022 in due course.

## **DEFINITIONS**

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise:

“AGM”	the annual general meeting of the Company to be convened and held for the Shareholders to consider and, if appropriate, to approve, among others, the proposed amendments to the Memorandum and Articles of Association
“Articles of Association”	the articles of association of the Company, as amended, modified or otherwise supplemented from time to time
“Board”	the board of Directors of the Company
“Company”	Qingci Games Inc. (青瓷游戏有限公司), an exempted company incorporated in the Cayman Islands with limited liability on March 12, 2021 and whose Shares are listed on the Stock Exchange
“Director(s)”	the director(s) of our Company
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Main Board”	the Main Board of the Stock Exchange
“Memorandum”	the memorandum of association of the Company, as amended, modified or otherwise supplemented from time to time
“Shareholder(s)”	holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

By Order of the Board  
**Qingci Games Inc.**  
**Liu Siming**  
*Executive Director*

Hong Kong, March 28, 2023

*As at the date of this announcement, the Board comprises Mr. Yang Xu, Mr. Huang Zhiqiang, Mr. Liu Siming and Mr. Zeng Xiangshuo as executive Directors, and Mr. Zhang Longgen, Professor Lam Sing Kwong Simon and Ms. Fang Weijin as independent non-executive Directors.*