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Ko Yo Chemical (Group) Limited

玖源化工(集團)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00827)

PROPOSED ADOPTION OF THE NEW MEMORANDUM AND ARTICLES OF ASSOCIATION

This announcement is made by Ko Yo Chemical (Group) Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company proposes to amend its existing memorandum of association and articles of association (the “**Memorandum and Articles of Association**”) by way of adoption of the amended and restated memorandum of association and articles of association incorporating the proposed amendments (the “**New Memorandum and Articles of Association**”) in substitution for and to the exclusion of the Memorandum and Articles of Association in their entirety to, among others, (i) conform to the core shareholder protection standards set out in Appendix 3 to the Listing Rules; (ii) allow a general meeting to be held as an electronic meeting or a hybrid meeting; (iii) bring the Memorandum and Articles of Association in line with the applicable laws of the Cayman Islands and the amendments made to the Listing Rules; and (iv) make other consequential and housekeeping amendments to the Memorandum and Articles of Association.

The proposed amendments to the Memorandum and Articles of Association and the proposed adoption of the New Memorandum and Articles of Association are subject to the approval of the shareholders of the Company (the “**Shareholders**”) by way of a special resolution at the forthcoming annual general meeting of the Company (the “**AGM**”). The New Memorandum and Articles of Association, if approved by the Shareholders, will become effective upon the approval by the Shareholders by way of a special resolution at the AGM.

A circular containing, among others, details of the proposed amendments to the Memorandum and Articles of Association and the proposed adoption of the New Memorandum and Articles of Association together with a notice convening the AGM will be despatched to the Shareholders in due course.

By Order of the Board
Ko Yo Chemical (Group) Limited
Chairman
Tang Guoqiang

Hong Kong, 3 April 2023

As at the date of this announcement, the Board comprises three executive Directors, being Mr. Tang Guoqiang, Mr. Shi Jianmin and Mr. Zhang Weihua; and three independent non-executive Directors, being Mr. Xu Congcai, Mr. Le Yiren and Ms. Lu Yi.