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**NNK Group Limited**  
**年年卡集團有限公司**

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

**(Stock code: 3773)**

**PROPOSED AMENDMENTS TO THE EXISTING MEMORANDUM AND  
ARTICLES OF ASSOCIATION AND ADOPTION OF THE AMENDED AND  
RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION**

This announcement is made by NNK Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) 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**”) in relation to the proposed amendments to the Company’s memorandum of association and articles of association (the “**M&A**”).

The Listing Rules were amended by, among others, adopting a uniform set of core standards for shareholder protections for issuers regardless of their place of incorporation as set out in Appendix 3 to the Listing Rules which became effective on 1 January 2022. The board of directors of the Company (the “**Board**”) proposes to make certain amendments to the M&A to (i) conform with the core standards for shareholder protections; (ii) bring the existing M&A in line with amendments made to the Listing Rules and the applicable law in the Cayman Islands; (iii) incorporate various consequential and housekeeping changes; and (iv) update and clarify provisions where it is considered desirable (collectively, the “**Proposed Amendments**”). The Board proposes to make the Proposed Amendments by way of adoption of a new set of amended and restated memorandum of association and articles of association (the “**Amended and Restated M&A**”) in substitution for, and to the exclusion of, the existing M&A.

The Proposed Amendments and the proposed adoption of the Amended and Restated M&A are subject to the approval by the shareholders of the Company (the “**Shareholders**”) by way of a special resolution at the forthcoming annual general meeting (the “**AGM**”) of the Company. A circular containing, among others, details of the Proposed Amendments brought about by the adoption of the Amended and Restated M&A, together with a notice convening the AGM, will be despatched to the Shareholders in due course.

By Order of the Board  
**NNK Group Limited**  
**Huang Junmou**  
*Chairman*

Hong Kong, 6 April 2023

*As at the date of this announcement, Mr. Huang Junmou, Dr. Zhou Jinhua and Mr. Guan Heng are the executive Directors; Mr. Fan Weiguo and Mr. Yu Zida are the non-executive Directors; and Mr. Lin Zhangxi, Mr. Qian Haomin and Ms. Zhao Jinlin are the independent non-executive Directors.*