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Xingye Alloy Materials Group Limited
興業合金材料集團有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 505)

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

This announcement is made by Xingye Alloy Materials 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**”) in relation to the proposed amendments to the memorandum and articles of association of the Company (the “**Memorandum and Articles of Association**”).

The board of directors of the Company (the “**Board**”) proposes to make certain amendments to the Memorandum and Articles of Association in order to, among other things, (i) align with the core standards for shareholder protections as set out in Appendix 3 to the Listing Rules and the applicable laws and regulations of the Cayman Islands; (ii) allow general meetings of the Company to be held as electronic meetings or hybrid meetings where shareholders of the Company (“**Shareholders**”) may attend and vote by electronic means in addition to or in place of attending physical meetings in person; and (iii) incorporate housekeeping amendments and corresponding consequential changes (collectively, the “**Amendments**”). The Board also proposes to adopt the new set of amended and restated memorandum and articles of association of the Company (the “**Amended and Restated Memorandum and Articles of Association**”) incorporating the Amendments in substitution for, and to the exclusion of, the existing Memorandum and Articles of Association.

The proposed Amendments to the Memorandum and Articles of Association and the adoption of new set of Amended and Restated Memorandum and Articles of Association shall be subject to the passing of a special resolution by the Shareholders at the forthcoming annual general meeting of the

Company to be held on 16 June 2023 (the “**AGM**”). A circular containing, among others, details of the Amendments and a notice convening the AGM will be despatched to the Company’s shareholders in due course.

By Order of the Board
Xingye Alloy Materials Group Limited
HU Minglie
Chief Executive Officer and Executive Director

Hong Kong, 14 April 2023

As at the date of this announcement, the executive directors of the Company are Mr. HU Changyuan, Mr. HU Minglie and Mr. ZHU Wenjun; and the independent non-executive directors of the Company are Mr. CHAI Chaoming, Dr. LOU Dong and Ms. LU Hong.