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**Da Sen Holdings Group Limited**  
**大森控股集團有限公司**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 1580)**

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

The board (the “**Board**”) of directors (the “**Directors**”) of Da Sen Holdings Group Limited (the “**Company**”) proposes to amend and restate the amended and restated memorandum of association and the amended and restated articles of association of the Company (the “**M&A**”). Pursuant to the Consultation Conclusions on Listing Regime for Overseas Issuers published by The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in November 2021, the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) have been amended with effect from 1 January 2022 which requires, among others, listed issuers to adopt a uniform set of 14 “**Core Standards**” for shareholder protections for issuers. As such, the Board proposes to amend the M&A for the purposes of, among others, (i) allowing general meetings to be held as electronic meetings (also referred to as virtual general meetings) or hybrid meetings, (ii) bringing the amended and restated articles of association in line with amendments made to Appendix 3 to the Listing Rules and applicable laws of the Cayman Islands; and (iii) making certain minor housekeeping amendments to the M&A for the purpose of clarifying existing practice and making consequential amendments in line with the amendments to the M&A (collectively, the “**Amendments**”). Details of the proposed Amendments will be set out in the circular to be despatched to the Shareholders in due course.

The new set of second amended and restated memorandum of association and second amended and restated articles of association (the “**Second Amended and Restated Memorandum and Articles of Association**”) are prepared in English with no official Chinese version and the Chinese translation is for reference only. In the event of any inconsistency, the English version shall prevail.

At the forthcoming annual general meeting of the Company (the “**AGM**”), a special resolution will be proposed for the shareholders of the Company (the “**Shareholders**”) to consider and, if thought fit, approve the proposed adoption of the Second Amended and Restated Memorandum and Articles of Association incorporating the Amendments.

A circular containing, among other things, detailed information of the proposed Amendments as well as the adoption of the Second Amended and Restated Memorandum and Articles of Association and a notice of the AGM will be despatched to the Shareholders in due course.

By order of the Board  
**Da Sen Holdings Group Limited**  
**SUN Yongtao**  
*Chairman and Non-executive Director*

Hong Kong, 11 August 2023

*As at the date of this announcement, the executive Directors are Mr. CHAI Kaw Sing, Mr. WONG Ben and Mr. ZHANG Ayang (duties suspended); the non-executive Director is Mr. SUN Yongtao; and the independent non-executive Directors are Mr. CHAN Shiu Yuen Sammy, Mr. KWOK Yiu Tong Henry and Ms. LO Yuk Yee.*