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Keep Inc.

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 3650)

VOLUNTARY ANNOUNCEMENT INTENTION TO CONDUCT ON-MARKET SHARE REPURCHASE

This announcement is made by Keep Inc. (the “**Company**”, together with its subsidiaries and consolidated affiliated entities, the “**Group**”) on a voluntary basis. Unless otherwise stated, capitalized terms used in this announcement shall bear the same meanings as those defined in the prospectus of the Company dated 30 June 2023.

The directors of the Company (the “**Directors**”) wish to inform the shareholders (the “**Shareholders**”) and potential investors of the Company that the Directors have an intention to exercise their powers under the general mandate (the “**Share Repurchase Mandate**”) granted to the Directors pursuant to the resolutions of the Shareholders passed on 12 June 2023, to repurchase shares of the Company (the “**Shares**”) not exceeding 10% of the total number of the issued Shares immediately following the completion of the Global Offering, for the period until the earliest of (i) the conclusion of the next annual general meeting of the Company; (ii) the expiration of the period within which the next annual general meeting of the Company is required to be held by any applicable laws of the Cayman Islands or the amended and restated memorandum and articles of association of the Company (the “**Articles of Association**”); and (iii) the passing of an ordinary resolution by the Shareholders in a general meeting revoking or varying the authority. Details of the Shares Repurchase Mandate are set out in the prospectus of the Company dated 30 June 2023, in connection with the Listing.

The Directors plan to utilize the Share Repurchase Mandate and subject to market conditions use up to HK\$16 million to conduct the proposed share repurchase in the open market from time to time (the “**Proposed Share Repurchase**”). The Company intends to finance the Proposed Share Repurchase by its own financial resources other than proceeds from the Listing.

The Company will conduct the Proposed Share Repurchase in compliance with the Articles of Association of the Company, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), the Codes on Takeovers and Mergers and Share Buy-backs, the Companies Act (As Revised) of the Cayman Islands and all applicable laws and regulations to which the Company is subject to. The board of Directors (the “**Board**”) will continue to monitor the market conditions and will repurchase Shares in the open market at appropriate times in accordance with the requirements under Rule 10.06 of the Listing Rules. The Proposed Share Repurchase will not result in the number of the Shares held by the public falling below the relevant minimum percentage prescribed by the Listing Rules.

The Board believes that the Proposed Share Repurchase will demonstrate the Company's confidence in its own business outlook and prospects and would, ultimately, benefit the Company and create value to the Shareholders. The Board believes that the current financial resources of the Company would enable it to implement the Proposed Share Repurchase while maintaining a solid financial position.

As at the date of this announcement, the Company has not repurchased any Shares. Shareholders and potential investors should note that any Share repurchase may be done subject to market conditions and at the Board's absolute discretion. There is no assurance of the timing, quantity or price of any Share repurchase. Shareholders and potential investors should therefore exercise caution when dealing in the Shares.

By order of the Board

Keep Inc.

Wang Ning

Chairman, Executive Director and Chief Executive Officer

Hong Kong, 14 February 2024

As at the date of this announcement, the executive Directors are Mr. Wang Ning, Mr. Peng Wei and Mr. Liu Dong; the non-executive Director is Mr. Li Haojun; and the independent non-executive Directors are Ms. Ge Xin, Mr. Shan Yigang and Mr. Wang Haining.