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Keep Inc.

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 3650)

VOLUNTARY ANNOUNCEMENT TERMINATION OF VOTING PROXY AGREEMENTS

This announcement is made by Keep Inc. (the “**Company**”) on a voluntary basis. Unless otherwise stated, capitalized terms used herein shall have the same meanings as those defined in the prospectus of the Company dated June 30, 2023 (the “**Prospectus**”).

BACKGROUND

As disclosed in the Prospectus, Mr. Wang Ning (“**Mr. Wang**”) (through his controlled corporation Persistent Courage Holdings Limited), as proxyholder on the one hand (the “**Proxyholder**”), and (i) Metropolis Olympia Holdings Limited (ultimately beneficially owned by Mr. Peng Wei), (ii) Bulldog Group Ltd (ultimately beneficially owned by Mr. Liu Dong), and (iii) Impressive Appearance Holdings Limited (ultimately beneficially owned by Mr. Wen Chunpeng) (as proxy granters on the other hand, collectively, the “**Proxy Granters**”), entered into the Voting Proxy Agreements dated June 14, 2022, pursuant to which the Proxy Granters granted voting proxies in favor of the Proxyholder, to vote all of the Shares held by the Proxy Granters (or their controlled affiliates) upon Listing and from time to time thereafter, in accordance with the instructions of the Proxyholder on matters within the proxy scope (being all matters put forth at a general meeting or for a vote by members, except for matters on which the Proxyholder and its associates are required to abstain from voting under the Listing Rules and applicable laws and regulations).

Upon entering into the Voting Proxy Agreements, and up to May 3, 2024, being the date of the Proxy Termination (as defined below), Mr. Wang (i) beneficially owned 87,379,118 Shares through Lightmap Limited and Persistent Courage Holdings Limited, representing 16.62% of the Company’s total issued share capital and voting rights of the Company’s issued Shares in general meetings; and (ii) was entitled to the voting rights attached to Shares representing an aggregate of 4.12% of the Company’s total issued share capital pursuant to the Voting Proxy Agreements. For more details, please refer to the section headed “Relationship with Our Single Largest Shareholder” in the Prospectus.

TERMINATION OF VOTING PROXY AGREEMENTS

On May 3, 2024, pursuant to the terms of Voting Proxy Agreements, Mr. Wang and the Proxy Granters terminated the Voting Proxy Agreements with immediate effect (the “**Proxy Termination**”). Upon the Proxy Termination, Mr. Wang will continue to be interested in 87,379,118 Shares through Lightmap Limited and Persistent Courage Holdings Limited, representing 16.62% of the Company’s total issued share capital and voting rights of the Company’s issued Shares in general meetings. As such, Mr. Wang will continue to be our Single Largest Shareholder.

To the best of the Company’s knowledge, the Proxy Granters, namely Mr. Peng Wei, Mr. Liu Dong and Mr. Wen Chunpeng, will remain committed to continue working together with Mr. Wang and act in the best interest of the Company. The Proxy Termination was primarily aimed at alleviating the administrative burden on the Proxy Granters in complying with regulatory obligations and restrictions in connection with their dealings in the Shares. Despite the Proxy Termination, it is expected that each of the Proxy Granters will continue to engage in good faith discussions with Mr. Wang in respect of matters and resolutions of material interests to the Company. Additionally, as of the date of this announcement, Mr. Wang has no intention to dispose any of the Shares held by him through his controlled corporations or reduce his shareholding in the Company in any substantial way, which will provide the Company with more broadly represented opinion and is believed to be beneficial to the Company in the long run.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares. When in doubt, Shareholders and potential investors of the Company are advised to seek advice from professional or financial advisers.

By order of the Board
Keep Inc.
Wang Ning
*Chairman, Executive Director and
Chief Executive Officer*

Hong Kong, May 3, 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.