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Keep Inc.

(A company incorporated in the Cayman Islands with limited liability)

(Stock Code: 3650)

CHANGE OF CHIEF FINANCIAL OFFICER, AUTHORIZED REPRESENTATIVE AND JOINT COMPANY SECRETARY, AND WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

CHANGE OF CHIEF FINANCIAL OFFICER

The board of directors (the “**Board**”) of Keep Inc. (the “**Company**”, together with its subsidiaries and consolidated affiliated entities, the “**Group**”) hereby announces that Mr. Huang Weibo (黃偉波, “**Mr. Huang**”) has been appointed as the chief strategy officer of the Group, and as a result, he ceased to be the chief financial officer of the Group, a joint company secretary (the “**Joint Company Secretary**”) and an authorized representative (the “**Authorized Representative**”) of the Company under Rule 3.05 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) with effect from October 7, 2024.

Mr. Huang will continue to provide support and advice to the Group in his role as the chief strategy officer of the Group. Mr. Huang has confirmed that he has no disagreement with the Board and there are no matters in relation to the above change that need to be brought to the attention of the shareholders of the Company and/or the Stock Exchange. The Board would like to take this opportunity to express its gratitude to Mr. Huang for his service as the chief financial officer of the Group.

The Board is pleased to further announce the appointment of Mr. Xu Ce Evan (徐策, “**Mr. Xu**”), as the chief financial officer of the Group with effect from October 7, 2024. Set out below are the biographical details of Mr. Xu:

Mr. Xu Ce Evan (徐策), has nearly 20 years of experience working as an investment banker and chief financial officer. Before joining the Group, Mr. Xu has held positions at several renowned institutions, including a director of investment banking division at Deutsche Bank AG, Hong Kong Branch, an associate and executive director at investment banking division of Goldman Sachs (Asia) L.L.C., and various roles at Citigroup, Lehman Brothers and Nomura Securities (Hong Kong) Limited, respectively, and also served as the chief financial officer of a former U.S. listed company. Mr. Xu received his bachelor’s degree in computer engineering from the National University of Singapore in 2004 and his master’s degree in information and computer engineering from the National University of Singapore in 2005.

CHANGE OF JOINT COMPANY SECRETARY AND AUTHORIZED REPRESENTATIVE

In light of the above changes, the Board further announces Ms. Lin Yuxin (林雨欣, “**Ms. Lin**”) has been appointed as a Joint Company Secretary and the Authorized Representative with effect from October 7, 2024. Ms. Lai Siu Kuen (黎少娟, “**Ms. Lai**”), an existing Joint Company Secretary, will continue to act as a Joint Company Secretary. Set out below are the biographical details of Ms. Lin and Ms. Lai:

Ms. Lin Yuxin (林雨欣) joined the Group in March 2021 and is currently the head of the office of the Board. She is responsible for supporting the daily operations of the Board, handling corporate governance, information disclosure and regulatory compliance related matters, and assisting in executing financing and investment projects of the Group. Prior to joining the Group, she worked at Davis Polk & Wardwell from 2015 to 2021 and successively served as a PRC legal consultant and an associate, during which she advised clients of offshore securities offerings, compliance matters of listed companies, among others. Ms. Lin received a master’s degree of laws from Columbia Law School in 2018, a master’s degree of international law from Renmin University of China in 2015 and a bachelor’s degree of laws from Minzu University of China in 2013. Ms. Lin was admitted to practice law in the State of New York.

Ms. Lai Siu Kuen (黎少娟) is currently the Joint Company Secretary and a director of company secretarial services of Tricor Services Limited. She is well experienced in advising and assisting with the corporate secretarial and corporate governance matters of Hong Kong listed companies. She is currently the sole/joint company secretary(ies) of several companies whose shares are listed on the Hong Kong Stock Exchange, including Midea Group Co., Ltd. (stock code: 300), K Cash Corporation Limited (stock code: 2483), Shanghai Junshi Biosciences Co., Ltd. (stock code: 1877) and Yangtze Optical Fiber and Cable Joint Stock Limited Company (stock code: 6869). She holds a bachelor’s degree in accounting and is a fellow member of both The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom.

Waiver from Strict Compliance with Rules 3.28 and 8.17 of the Listing Rules

Pursuant to Rule 8.17 of the Listing Rules, a listed issuer must appoint a company secretary who meets the requirements under Rule 3.28 of the Hong Kong Listing Rules. Rule 3.28 of the Listing Rules provides that a listed issuer must appoint as its company secretary an individual who, in the opinion of the Stock Exchange, is capable of discharging the functions of company secretary of the listed issuer by virtue of his/her academic or professional qualifications or relevant experience. Although Ms. Lin does not possess the relevant academic or professional qualifications or relevant experience as required under the Listing Rules, Ms. Lin, as the head of the office of the Board, is familiar with the Group’s business operations and strategies, corporate governance, financing and investment, and management of the Group and maintains a close working relationship with the Board. Accordingly, the Board consider Ms. Lin is a suitable candidate to act as a joint company secretary of the Company and believe that her appointment is in the interest of the Company and will facilitate the Group’s corporate governance and on-going compliance with the Listing Rules.

In light of the above, the Company has applied to the Stock Exchange for, and the Stock Exchange has granted, a waiver (the “**Waiver**”) from strict compliance with Rules 3.28 and 8.17 of the Listing Rules for a period of three years (the “**Waiver Period**”), commencing from October 7, 2024, being the date of appointment of Ms. Lin, as a Joint Company Secretary, on the conditions that (i) Ms. Lin must be assisted by Ms. Lai throughout the Waiver Period; and (ii) the Waiver could be revoked if there are material breaches of the Listing Rules by the Company. The Stock Exchange may withdraw or change the Waiver if the Company’s situation changes. The Company should announce the reasons, details and conditions of the Waiver and the qualification and experience of both Ms. Lin and Ms. Lai.

Before the end of the Waiver Period, the Company must demonstrate and seek confirmation from the Stock Exchange that Ms. Lin, having had the benefit of Ms. Lai’s assistance during the Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary.

The Board would like to take this opportunity to express its welcome to Mr. Xu and Ms. Lin on their new appointment.

By order of the Board

Keep Inc.

Mr. Wang Ning

Chairman, Executive Director and Chief Executive Officer

Hong Kong, October 7, 2024

As at the date of this announcement, the executive directors of the Company 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.