

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Keep Inc.

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

(Stock Code: 3650)

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

Change of Joint Company Secretary and Authorized Representative

The board of directors (the “**Board**”) of Keep Inc. (the “**Company**”, together with its subsidiaries and consolidated affiliated entities, the “**Group**”) hereby announces that, due to work adjustment of Ms. Lin Yuxin (林雨欣, “**Ms. Lin**”), Mr. Xu Ce Evan (徐策, “**Mr. Xu**”) will replace Ms. Lin as 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 May 16, 2025. Ms. Lai Siu Kuen (黎少娟, “**Ms. Lai**”), an existing Joint Company Secretary, will continue to act as a Joint Company Secretary.

Ms. Lin has confirmed that she 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 Ms. Lin for her contributions to the Company during her term of office.

Set out below are the biographical details of Mr. Xu and Ms. Lai:

Mr. Xu Ce Evan (徐策) is currently the chief financial officer of the Group and responsible for overseeing the finance, legal, risk management and the investing and financing activities of the Group. Mr. Xu 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 2006.

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 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 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 Mr. Xu does not possess the relevant academic or professional qualifications or relevant experience as required under the Listing Rules, the Company considers that it would be beneficial to the Company to appoint Mr. Xu as one of the Joint Company Secretaries given his background, his familiarity with the operations and experience in handling the Company's financial operation, corporate governance, investor relationships, information disclosures and regulatory compliance matters.

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 May 16, 2025, being the date of appointment of Mr. Xu, as a Joint Company Secretary, on the conditions that (i) Mr. Xu 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 Mr. Xu and Ms. Lai. Before the end of the Waiver Period, the Company must demonstrate and seek confirmation from the Stock Exchange that Mr. Xu, 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.

By order of the Board

Keep Inc.

Wang Ning

Chairman, Executive Director and Chief Executive Officer

Hong Kong, May 16, 2025

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