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KINGWELL GROUP LIMITED
京維集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1195)

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

This announcement is made by Kingwell Group Limited (the "**Company**") pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

The board of directors of the Company (the "**Board**") proposes to amend the second amended and restated memorandum and articles of association of the Company, and to adopt the third amended and restated memorandum and articles of association of the Company (the "**Third Amended and Restated Memorandum and Articles of Association**"), incorporating and consolidating all the proposed amendments, for the purposes of, among others, (i) reflecting and aligning with the latest regulatory requirements, including the relevant requirements of the Listing Rules in connection with hybrid meetings and electronic voting requirements, treasury shares and the electronic dissemination of corporate communications by listed issuers; (ii) modernising and providing flexibility to the Company in relation to the conduct of general meetings; and (iii) making certain other housekeeping changes (collectively, the "**Proposed Amendments**").

The Proposed Amendments and the adoption of the Third Amended and Restated Memorandum and Articles of Association are subject to the approval by the shareholders of the Company (the "**Shareholders**") by way of a special resolution at the forthcoming annual general meeting to be convened by the Company (the "**AGM**").

A circular containing, among other things, particulars relating to the Proposed Amendments and the adoption of the Third Amended and Restated Memorandum and Articles of Association together with a notice convening the AGM will be despatched to the Shareholders in due course.

By order of the Board
Kingwell Group Limited
Mao Yangguang
Executive Director

Hong Kong, 9 October 2025

As at the date of this announcement, the Board comprises Mr. Mao Yangguang and Mr. Du Yun as executive directors, and Mr. Cheung Chuen, Ms. Ng Ching Yee and Mr. Wang Haipeng as independent non-executive directors.