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禹洲集團控股有限公司
YUZHOU GROUP HOLDINGS COMPANY LIMITED
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 01628)

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

This announcement is made by Yuzhou Group Holdings Company 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 (the "**Board**") proposes to make certain amendments (the "**Proposed Amendments**") to the existing second amended and restated articles of association of the Company (the "**Articles of Association**") to be in line with the latest regulatory requirements under the Listing Rules. In view of the Proposed Amendments, the Board proposes to adopt the third amended and restated articles of association of the Company (the "**Third Amended and Restated Articles of Association**"), incorporating and consolidating the Proposed Amendments, in substitution for, and to the exclusion of, the Articles of Association.

The major areas of the Proposed Amendments are set out below:

(i) bringing the Articles of Association in line with the latest regulatory regime, including the relevant requirements of the Listing Rules in connection with electronic or hybrid meetings, electronic voting, treasury shares and the electronic dissemination of corporate communications by listed issuers;

(ii) enabling the shareholders of the Company (the "**Shareholders**") to give instructions, receive corporate action proceeds and pay subscription monies for offers to subscribe for new securities by electronic means;

(iii) preparing for the uncertificated securities market regime by adding provisions to allow Shareholders to hold and transfer shares of the Company in uncertificated form; and

(iv) making certain other housekeeping changes that are consistent with the above amendments and the Listing Rules.

The Proposed Amendments and the adoption of the Third Amended and Restated Articles of Association will become effective upon approval by the Shareholders by special resolution at the upcoming annual general meeting of the Company (the "**AGM**") to be convened.

A circular containing, among other matters, details of the Proposed Amendments, the adoption of the Third Amended and Restated Articles of Association and the notice of the AGM will be published by the Company in due course.

On behalf of the Board
Yuzhou Group Holdings Company Limited
Kwok Ying Lan
Chairman

Hong Kong, 24 April 2026

As at the date of this announcement, the executive directors of the Company are Ms. Kwok Ying Lan (Chairman) and Mr. Lin Conghui, the non-executive directors of the Company are Mr. Lam Lung On (J.P.) and Mr. Lam Wai Hon, and the independent non-executive directors of the Company are Mr. Lam Kwong Siu, Mr. Wee Henny Soon Chiang and Mr. Yu Shangyou.