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Plus Group Holdings Inc.

普樂師集團控股有限公司

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

(Stock Code: 2486)

PROPOSED ADOPTION OF THE SECOND AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY

This announcement is made by Plus Group Holdings Inc. (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 (the "**Board**") of the directors (the "**Director(s)**") of the Company proposes to amend the current memorandum and articles of association of the Company (the "**Current M&A**") and to adopt the second amended and restated memorandum and articles of association of the Company (the "**New M&A**") in substitution for, and to the exclusion of, the Current M&A.

A summary of the major changes brought about by the adoption of the New M&A is set out below: (i) enable the Company to hold hybrid and electronic meetings and permit votes by electronic means; (ii) permit the Company to hold the shares repurchased or acquired as treasury shares; (iii) bring the New M&A in line with the latest regulatory requirements under the Listing Rules in relation to the further expansion of paperless listing regime; and (iv) make certain minor consequential and housekeeping amendments.

The proposed adoption of the New M&A is subject to the approval of the shareholders of the Company by way of a special resolution at the forthcoming annual general meeting of the Company (the "**AGM**"). A circular containing, among other things, particulars relating to the proposed amendments to the Current M&A brought about by the proposed adoption of the New M&A, together with a notice convening the AGM, will be published on the website of the Stock Exchange (http://www.hkexnews.hk) and the website of the Company (https://www.plscn.com) and will be despatched to the shareholders of the Company who have requested printed copies on 28 April 2026.

By Order of the Board
Plus Group Holdings Inc.
Mr. Sun Guangjun
Chairman, executive Director and chief executive officer

Hong Kong, 28 April 2026

As at the date of this announcement, the Board comprises Mr. Sun Guangjun as the chairman, an executive Director and chief executive officer, and Mr. Yang Hong as an executive Director, and Mr. Lau Man Tak, Ms. Lin Feng and Mr. Ngan Wing Ho as independent non-executive Directors.