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Yadong Group Holdings Limited

亞東集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1795)

PROPOSED AMENDMENTS TO THE EXISTING MEMORANDUM AND ARTICLES OF ASSOCIATION AND ADOPTION OF THE NEW MEMORANDUM AND ARTICLES OF ASSOCIATION

This announcement is made by Yadong Group Holdings 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**").

PROPOSED AMENDMENTS TO THE EXISTING MEMORANDUM AND ARTICLES OF ASSOCIATION AND ADOPTION OF THE NEW MEMORANDUM AND ARTICLES OF ASSOCIATION

The board (the "**Board**") of directors (the "**Directors**") of the Company announces that it has resolved to propose to adopt the third amended and restated memorandum and articles of association (the "**New Memorandum and Articles of Association**") to incorporate amendments to the existing amended and restated memorandum of association and the existing second amended and restated articles of association (the "**Existing Memorandum and Articles of Association**") to (i) align the Existing Memorandum and Articles of Association with the latest regulatory requirements in relation to treasury shares of the Company and the uncertificated securities market regime; and (ii) make certain other housekeeping changes. The adoption of the New Memorandum and Articles of Association in substitution for, and to the exclusion of the Existing Memorandum and Articles of Association, is subject to the approval of the shareholders of the Company (the "**Shareholders**") by way of a special resolution to be proposed at the forthcoming annual general meeting of the Company (the "**Annual General Meeting**"), and shall take effect immediately from the close of the Annual General Meeting. Prior to the passing of such special resolution, the Existing Memorandum and Articles of Association shall remain valid.

The main reasons for the adoption of the New Memorandum and Articles of Association are to: (i) reflect certain amendments in the applicable laws of the Cayman Islands and the Listing Rules; and (ii) make other consequential and housekeeping changes.

GENERAL

The Board considers that the proposed amendments to the Existing Memorandum and Articles of Association and adoption of the New Memorandum and Articles of Association are in the interests of the Company and the Shareholders as a whole. A circular containing, among other matters, details of the proposed adoption of the New Memorandum and Articles of Association, together with a notice convening the Annual General Meeting will be despatched to the Shareholders on or around 4 June 2026.

By order of the Board
Yadong Group Holdings Limited
Xue Shidong
Chairman

Hong Kong, 29 May 2026

As at the date of this announcement, the Company has five executive Directors, namely Mr. Xue Shidong, Mr. Wang Bin, Mr. Xiang Wenbin, Ms. Zhang Yeping and Mr. Jin Rongwei; and three independent non-executive Directors, namely Mr. Zhu Qi, Mr. Ho Kin Cheong Kelvin and Ms. Li Jing.