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 Group Holdings Limited
數科集團控股有限公司
MTT GROUP HOLDINGS LIMITED
數科集團控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2350)

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

This announcement is made by MTT 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**”).

The board (the “**Board**”) of directors (each a “**Director**”) of the Company proposes to (a) make certain amendments (the “**Proposed Amendments**”) to the existing amended and restated articles of association of the Company (the “**Existing Articles**”) in order to bring it in line with the latest legal and regulatory requirements, among other things: (i) align the Existing Articles with the expanded paperless listing regime, the electronic dissemination of corporate communications by listed issuers, the treasury shares regime under the Listing Rules, and the preparations for transition to uncertificated securities market under the Securities and Futures (Uncertificated Securities Market) Rules (Cap. 571AS); (ii) allow a general meeting to be held as an electronic meeting or a hybrid meeting and to provide provisions to govern the proceedings of such meeting; and (iii) incorporate various consequential and housekeeping changes; and (b) adopt the new second amended and restated articles of association incorporating and consolidating the Proposed Amendments in substitution for, and to the exclusion of, the Existing Articles in their entirety (the “**Amended Articles**”).

The Proposed Amendments and the adoption of the Amended Articles are subject to the consideration and 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**”). The Amended Articles shall become effective from the close of the AGM upon the passing of such special resolution at the AGM.

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

By order of the Board
MTT Group Holdings Limited
Yan Wei
Chairman and Executive Director

Hong Kong, 25 August 2026

As at the date of this announcement, the Board comprises Mr. Yan Wei as an executive Director, Mr. Ip Ka Wai Charlie as a non-executive Director, and Mr. Jiao Jian, Ms. Kwok Pui Ha, Ms. Shen Ye and Mr. Ji Weiwei as independent non-executive Directors.