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Zibuyu Group Limited
子不语集团有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2420)

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

This announcement is made by Zibuyu Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) 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**”) of the Company proposes to amend the existing memorandum and articles of association of the Company to facilitate electronic dissemination of corporate communications in accordance with the amended Listing Rules in relation to the expanded paperless listing regime which took effect on 31 December 2023 (the “**Proposed Amendments**”), 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 exclusion of the existing memorandum and articles of association.

The Proposed Amendments and the proposed adoption of the New M&A are subject to the approval by the shareholders of the Company by way of a special resolution at the forthcoming annual general meeting of the Company (the “**AGM**”).

A circular of the AGM containing, among other things, particulars relating to the Proposed Amendments and the proposed adoption of the New M&A, together with a notice convening the AGM will be published by the Company in due course.

By order of the Board of
Zibuyu Group Limited
Mr. Hua Bingru
Chairman

Hong Kong, 27 March 2024

As at the date of this announcement, the Board comprises Mr. Hua Bingru, Mr. Wang Weiping and Mr. Dong Zhenguo as the executive Directors; Ms. Hua Hui as non-executive Director; and Mr. Yu Kefei, Mr. Shen Tianfeng, and Dr. Lau Kin Shing Charles as the independent non-executive Directors.