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TK GROUP (HOLDINGS) LIMITED

東江集團（控股）有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2283)

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

This announcement is made by TK Group (Holdings) 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 (“**Listing Rules**”).

The board (“**Board**”) of directors (“**Directors**”) of the Company proposes to amend (“**Proposed Amendments**”) the existing second amended and restated memorandum and articles of association of the Company (the “**Existing Memorandum and Articles**”) and to adopt the new third amended and restated memorandum and articles of association of the Company, in substitution for, and to the exclusion of the Existing Memorandum and Articles, for the purposes of, among others, (i) updating and bringing the Existing Memorandum and Articles in line with the relevant amendments made to the Listing Rules in respect of the further expansion of paperless listing regime and the electronic dissemination of corporate communications by listed issuers; (ii) updating and bringing the Existing Memorandum and Articles in line with the amendments made to the Listing Rules in relation to the treasury shares which came into effect on 11 June 2024; and (iii) make other consequential and housekeeping amendments.

Major changes brought about by the Proposed Amendments are as follows:

1. to amend the relevant provisions of the Existing Memorandum and Articles to expressly allow voting by the shareholders of the Company (the “**Shareholders**”) at its general meeting via electronic means in accordance with the applicable laws of the Cayman Islands and the Listing Rules;
2. to amend the relevant provisions of the Existing Memorandum and Articles to allow for holding electronic and hybrid general meetings of the Company;
3. to amend the relevant provisions of the Existing Memorandum and Articles to expressly allow the Company to hold repurchased, redeemed or surrendered shares in treasury for future resale; and
4. to make consequential and other housekeeping amendments to better align with the wordings and requirement of the applicable laws of the Cayman Islands and the Listing Rules.

The Proposed Amendments and the proposed adoption of the New Memorandum and Articles are subject to the approval of the Shareholders by way of a special resolution at the forthcoming annual general meeting of the Company (the “**AGM**”), and will become effective upon the approval by the Shareholders at the AGM.

A circular containing, among other things, details of the Proposed Amendments, together with a notice of the AGM will be despatched to the Shareholders in due course.

For and on behalf of the Board
TK Group (Holdings) Limited
Li Pui Leung
Chairman

Hong Kong, 24 March 2026

As at the date of this announcement, the executive Directors are Mr. Li Pui Leung, Mr. Lu Gong Shan, Mr. Yung Kin Cheung Michael, Mr. Lee Leung Yiu and Mr. Cheung Fong Wa; and the independent non-executive Directors are Dr. Chung Chi Ping Roy, Ms. Christine Wan Chong Leung and Mr. Tsang Wah Kwong.