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CMGE Technology Group Limited

中手游科技集团有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0302)

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

This announcement is made by CMGE Technology Group Limited (the “**Company**”, together with its subsidiaries and consolidated operating entities in the People’s Republic of China) pursuant to Rule 13.51(1) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The board (the “**Board**”) of directors (the “**Directors**”) proposes to make certain amendments to the Memorandum and Articles of Association of the Company (the “**Proposed Amendments**”) for the purposes of (i) bringing the articles of association of the Company in line with the amendments made to the Listing Rules, in particular, concerning the core shareholder protection standards as set out in Appendix 3 to the Listing Rules; (ii) reflecting certain updates in relation to the applicable laws of the Cayman Islands; and (iii) making other housekeeping amendments.

The Proposed Amendments are subject to the approval of the shareholders of the Company (the “**Shareholders**”) by way of a special resolution at the annual general meeting (the “**AGM**”). A circular containing, among other matters, details of the Proposed Amendments will be dispatched to the Shareholders together with a notice of the AGM.

By order of the Board
CMGE Technology Group Limited
XIAO Jian
Chairman

Hong Kong, 25 April 2023

As at the date of this announcement, the Board comprises Mr. XIAO Jian, Mr. SIN Hendrick M.H. and Mr. FAN Yingjie as executive Directors; Mr. ZHANG Shengyan as non-executive Director; and Ms. NG Yi Kum, Mr. TANG Liang and Mr. HO Orlando Yaukai as independent non-executive Directors.