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Duiba Group

兑吧集团

DUIBA GROUP LIMITED

兑吧集团有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1753)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND ADOPTION OF THE THIRD AMENDED AND RESTATED ARTICLES OF ASSOCIATION

This announcement is made by Duiba Group Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”).

The board (the “**Board**”) of directors (“**Directors**”) of the Company proposes to amend the existing second amended and restated articles of association of the Company (the “**Articles of Association**”) and to adopt the third amended and restated articles of association of the Company (the “**New Articles of Association**”) for the purpose of, among others, (i) bringing the Articles of Association up to date and in line with the latest regulatory requirements in relation to the expanded paperless listing regime and the electronic dissemination of corporate communications by the listed issuers and the relevant amendments made to the Listing Rules which took effect on 31 December 2023; and (ii) incorporating certain housekeeping amendments (the “**Proposed Amendments**”).

The Proposed Amendments and the proposed adoption of the New Articles of Association are subject to the approval of shareholders of the Company by way of special resolution at the forthcoming annual general meeting to be convened and held on 31 May 2024 (the “**AGM**”). A circular containing, among others, details regarding the Proposed Amendments and the proposed adoption of the New Articles of Association, together with a notice of the AGM, will be despatched to shareholders of the Company in due course. Prior to the passing of the special resolution at the AGM, the existing Articles of Association shall remain valid.

By order of the Board
Duiba Group Limited
Chen Xiaoliang
Chairman

Hangzhou, China, 28 March 2024

As at the date of this announcement, the Board consists of Mr. Chen Xiaoliang, Mr. Zhu Jiangbo and Mr. Cheng Peng as executive Directors, Ms. Yang Jiaqing as non-executive Director and Mr. Kam Wai Man, Dr. Gao Fuping and Dr. Shi Jianxun as independent non-executive Directors.