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Lai Group Holding Company Limited

禮建德集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8455)

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

This announcement is made by Lai Group Holding Company Limited (the “**Company**”) pursuant to Rule 17.50(1) of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company proposes to make certain amendments (the “**Proposed Amendments**”) to the existing memorandum and articles of association of the Company (the “**Memorandum and Articles of Association**”), for the purpose of, inter alia, (i) bringing the Memorandum and Articles of Association in line with the latest regulatory requirements in relation to the expanded paperless listing regime and the relevant amendments made to the GEM Listing Rules; (ii) providing the Company with more flexibility in the manner of holding general meetings by allowing them to be convened and held by way of physical meetings, hybrid meetings or solely by electronic means; (iii) allowing the Company to hold repurchased shares in treasury; and (iv) making other housekeeping amendments that are consistent with such amendments, the applicable law and the GEM Listing Rules; and to adopt the amended and restated Memorandum and Articles of Association incorporating and consolidating all the Proposed Amendments (the “**New Memorandum and Articles of Association**”).

The Proposed Amendments as well as the adoption of the New Memorandum and Articles of Association are subject to approval by the shareholders of the Company (the “**Shareholders**”) by way of a special resolution at the annual general meeting of the Company (the “**AGM**”) to be held on 28 August 2025 or any adjourned meeting and will become effective upon the approval by the Shareholders at the AGM. A circular of the Company containing, among others, the details of the Proposed Amendments as well as the proposed adoption of the New Memorandum and Articles of Association, together with the notice of the AGM and the proxy form, will be published on the website of the Company and the website of The Stock Exchange of Hong Kong Limited in due course.

By order of the Board
Lai Group Holding Company Limited
Wang Guoping
Chairman and Executive Director

Hong Kong, 11 July 2025

As at the date of this announcement, the Board comprises Mr. Wang Guoping and Dr. Chan Lai Sin as executive Directors; Ms. Liu Lihui as a non-executive Director; and Ms. Ma Yufei, Ms. Lui Lai Chun and Dr. Chung Siu Kuen as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk on the “Latest Listed Company Information” page for at least 7 days from the date of its posting and will be published on the Company’s website at www.dic.hk.