

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



高裕金融集團有限公司
Gaoyu Finance Group Limited

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8221)

PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION

This announcement is made by Gaoyu Finance Group 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 “**Stock Exchange**”) (the “**GEM Listing Rules**”).

The board of directors of the Company (the “**Board**”) proposes to seek the approval of the shareholders of the Company (the “**Shareholders**”) for certain amendments to the existing memorandum and articles of association of the Company (the “**Existing Memorandum and Articles of Association**”) in order to bring them in line with the latest legal and regulatory requirements, including the amendments made to Appendix A1 to the GEM Listing Rules, which became effective from 1 July 2025.

The Board wishes to amend the Existing Memorandum and Articles of Association for the purpose of, among others:

- (i) expressly allowing voting by the Shareholders of the Company at its general meetings via electronic means;
- (ii) allowing for holding electronic and hybrid general meetings of the Company;
- (iii) removing the requirement of giving notice of availability to Shareholders when a notice or document is given by way of publication on the Company and the Stock Exchange websites;
- (iv) updating procedures for electronic dissemination of documents and the acceptance of electronic instructions from Shareholders; and
- (v) making consequential and other housekeeping amendments.

The proposed amendments to the Existing Memorandum and Articles of Association are subject to the approval of the Shareholders by way of a special resolution at the forthcoming annual general meeting (the “AGM”) of the Company and will become effective upon the approval by the Shareholders at the AGM.

A circular containing, among other matters to be tabled at the AGM, details of the proposed amendments to the Existing Memorandum and Articles of Association together with a notice of AGM will be dispatched to the Shareholders in due course.

By order of the Board
Gaoyu Finance Group Limited
Hsieh Ching Chun
Chairlady and executive Director

Hong Kong, 15 June 2026

As at the date of this announcement, the Board comprises five Directors, namely Ms. Hsieh Ching Chun (Chairlady), and Ms. Fok Kit Yee as executive Directors; and Ms. Chan Hoi Wuen Katherine, Mr. Tong Wing Chi and Mr. Kwan Tsz Chun Sun as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited 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 “Latest Listed Company Information” page of the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk for at least 7 days from the date of its posting and be posted on the website of the Company at www.gyf.com.hk.