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**China Apex Group Limited**  
**中國恒泰集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2011)**

**PROPOSED ADOPTION OF NEW AMENDED AND  
RESTATED MEMORANDUM OF ASSOCIATION AND  
ARTICLES OF ASSOCIATION**

This announcement is made by China Apex Group Limited (the “**Company**”) 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 “**Stock Exchange**”).

The board of directors (the “**Board**”) of the Company proposes to amend and restate the memorandum of association and articles of association of the Company (the “**M&A**”). Pursuant to the Consultation Conclusions on Listing Regime for Overseas Issuers published by the Stock Exchange in November 2021, the Listing Rules have been amended with effect from 1st January 2022 which requires, among others, listed issuers to adopt a uniform set of 14 “Core Standards” for shareholder protections for issuers. As such, the Board proposes to amend the M&A for the purpose of, among others, (i) bringing the M&A in line with amendments made to the Listing Rules and the applicable law and procedures in the Cayman Islands; (ii) allowing general meetings to be held as an electronic meeting or as a hybrid meeting; and (iii) making certain minor housekeeping amendments to the M&A for the purpose of clarifying existing practice and making consequential amendments in line with the amendments to the M&A (collectively, the “**Proposed Amendments**”). Details of the Proposed Amendments will be set out in the circular to be despatched to the shareholders of the Company (the “**Shareholders**”).

At the upcoming annual general meeting of the Company (“**AGM**”), a special resolution will be proposed for the Shareholders to consider and, if thought fit, approve the proposed adoption of the new set of amended and restated M&A incorporating the Proposed Amendments.

A circular containing, among other things, the details of the Proposed Amendments brought about by the adoption of the new set of amended and restated M&A together with a notice convening the AGM will be despatched to the Shareholders in due course.

By order of the Board  
**China Apex Group Limited**  
**Yip Siu Lun Dave**  
*Chairman and Executive Director*

Hong Kong, 26 April 2023

*As at the date of this announcement, the executive Directors are Mr. Yip Siu Lun Dave, Mr. Mak Yung Pan Andrew, Mr. Wu Cody Zhuo-xuan and Ms. Cheung Ka Yuen; the non-executive Director is Ms. Lin Ping; and the independent non-executive Directors are Mr. Leung Ka Tin, Mr. Cheng Hong Kei, Mr. Liew Fui Kiang and Mr. Ko Kwok Shu.*