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**港譽城市服務集團**  
GANGYU URBAN SERVICES GROUP

**GANGYU SMART URBAN SERVICES HOLDING LIMITED**  
**港譽智慧城市服務控股有限公司**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 265)**

**PROPOSED AMENDMENTS TO THE EXISTING M&A**  
**AND**  
**PROPOSED ADOPTION OF THE NEW M&A**

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

The board (the “**Board**”) of directors (the “**Directors**”) of the Company proposes to amend the existing third amended and restated memorandum and articles of association of the Company (the “**Existing M&A**”) for the purposes of, among the others, bringing the Existing M&A in line with the amendments made to the Listing Rules and the applicable laws of the Cayman Islands (the “**Proposed Amendments**”) by way of adoption of the fourth amended and restated memorandum and articles of association of the Company (the “**New M&A**”) incorporating and consolidating all the Proposed Amendments in substitution for, and to the exclusion of the Existing M&A.

The Proposed Amendments are summarised as follows:

1. **Facilitation of electronic communication:** provisions enabling the use of electronic communication for notices and documents (including financial statements), permitting proxy instruments to be executed by electronic means and execution of any notice or document by the Company by electronic means. Shareholders of the Company (the “**Shareholders**”) may now receive notices and documents via email address provided to the Company or publication on the Company’s website or the website of The Stock Exchange of Hong Kong Limited, subject to applicable regulations. Instructions from Shareholders may also be transmitted by electronic means, subject to reasonable authentication measures as determined by the Board.

2. **Facilitation of electronic and hybrid general meetings:** provisions enabling any general meeting or class meeting to be held physically, as a hybrid meeting (partially physical and partially electronic) or wholly by electronic means, attendance, participation and voting by electronic means.
3. **Facilitation of electronic payments:** provisions enabling the Shareholders to receive corporate action proceeds and pay subscription monies electronically.
4. **Treasury shares:** expressly allowing the Company to hold shares it repurchases or acquires. The Board is empowered to cancel, transfer, or otherwise deal with treasury shares in accordance with the law and the Listing Rules, providing greater flexibility in managing share capital.
5. **Housekeeping amendments:** necessary and consequential updates to align the Existing M&A with applicable laws of the Cayman Islands, the Listing Rules, and international best practices, including improved wording and structure for better clarity and consistency.

The Proposed Amendments and the adoption of the New M&A are subject to the approval of the Shareholders by way of special resolution at the forthcoming annual general meeting of the Company (the “AGM”). The New M&A will take effect on the date on which the relevant resolution is approved at the AGM, with immediate effect from the close of the AGM.

A circular containing, amongst other things, details of the Proposed Amendments and the New M&A, together with the notice of the AGM will be despatched to the Shareholders in due course.

By order of the Board  
**Gangyu Smart Urban Services Holding Limited**  
**Mo Yueming**  
*Chairman and Executive Director*

Hong Kong, 1 June 2026

*As at the date of this announcement, the Board comprises three executive Directors, being Mr. Mo Yueming, Ms. Hao Ying and Mr. Xue Fei; one non-executive Director, being Mr. He Qi; and three independent non-executive Directors, being Mr. Lin Hua Rong, Harry, Ms. Juliett Jing Dong and Mr. Tam Kam Shing, Chris.*