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中國白銀集團
CHINA SILVER GROUP

CHINA SILVER GROUP LIMITED
中國白銀集團有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 815)

PROPOSED INCREASE IN AUTHORISED SHARE CAPITAL AND PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION

This announcement is made by China Silver Group Limited (the "**Company**") pursuant to Rule 13.45(4) and 13.51(1) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

PROPOSED INCREASE IN AUTHORISED SHARE CAPITAL

Reference is made to the announcement of the Company dated 7 November 2025 in relation to, among other things, the remaining subscription of 82,000,000 shares of the Company (the "**Shares**") to be issued under general mandate (the "**Remaining Subscription**").

The board of directors of the Company (the "**Board**") proposes to increase the authorised share capital of the Company from HK$30,000,000 divided into 3,000,000,000 Shares to HK$50,000,000 divided into 5,000,000,000 Shares by the creation of an additional 2,000,000,000 Shares which, if issued, shall rank *pari passu* in all respects with the existing Shares (the "**Increase in Authorised Share Capital**").

As of the date of this announcement, 2,954,337,559 Shares are in issue and 45,662,441 Shares are authorised but unissued. In order to accommodate the Remaining Subscription and to provide flexibility to the Company for future fundraising opportunities to facilitate the Company's future business plan and development, the Board considers that the Increase in Authorised Share Capital is in the interests of the Company and its shareholders (the "**Shareholders**") as a whole.

As of the date of this announcement, save for the Shares to be issued pursuant to the Remaining Subscription, the Company has no present intention to issue Shares from any part of the authorised share capital of the Company to be increased but may or may not issue Shares in the future depending on market conditions and the financial needs of the Company.

The Increase in Authorised Share Capital is subject to the approval of the Shareholders by way of an ordinary resolution at the extraordinary general meeting of the Company ("**EGM**") and will become effective upon the approval by the Shareholders at the EGM.

PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION

The Board proposes to amend the existing memorandum and articles of association of the Company (the "**Existing M&A**") by adopting a new set of memorandum and articles of association (the "**New M&A**") in substitution for and to the exclusion of the Existing M&A in order to, among other things, (i) update the authorised share capital of the Company pursuant to the Increase in Authorised Share Capital, (ii) align with the latest regulatory requirements under the Listing Rules in relation to the expanded paperless listing regime, the treasury share regime and the relevant amendments made to the Listing Rules and (iii) incorporate certain housekeeping amendments.

The proposed amendments to the Existing M&A and the adoption of the New M&A are subject to approval by the Shareholders by way of a special resolution at the EGM and will be effective upon the approval by the Shareholders at the EGM.

GENERAL

A circular containing, among other things, details of the Increase in Authorised Share Capital and the proposed amendments to the Existing M&A and the adoption of the New M&A, together with the notice of the EGM and the related proxy form, will be despatched to the Shareholders in due course in compliance with the Listing Rules.

By order of the Board
China Silver Group Limited
Chen Wantian
Chairman

Hong Kong, 27 November 2025

As at the date of this announcement, the executive directors of the Company are Mr. Chen Wantian and Mr. Song Guosheng; and the independent non-executive directors of the Company are Mr. Song Hongbing, Dr. Zeng Yilong and Ms. Song Fangxiu.