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Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the prospectus dated December 27, 2023 (the “**Prospectus**”) issued by RoboSense Technology Co., Ltd (the “**Company**”).

This announcement is made pursuant to section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong). This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. This announcement is not a prospectus. Potential investors should read the Prospectus for detailed information about the Company and the Global Offering described below before deciding whether or not to invest in the Offer Shares. Any investment decision in relation to the Offer Shares should be taken solely in reliance on the information provided in the Prospectus.

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**robosense**

**ROBOSENSE TECHNOLOGY CO., LTD**

**速騰聚創科技有限公司**

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

**(Stock Code: 2498)**

## **PARTIAL EXERCISE OF THE OVER-ALLOTMENT OPTION, STABILIZING ACTIONS AND END OF STABILIZATION PERIOD**

### **PARTIAL EXERCISE OF THE OVER-ALLOTMENT OPTION**

The Company announces that the Over-Allotment Option described in the Prospectus has been partially exercised by the Overall Coordinators (for themselves and on behalf of the International Underwriters), on Thursday, February 1, 2024, in respect of an aggregate of 1,727,700 Shares, representing approximately 7.54% of the total number of the Offer Shares initially available under the Global Offering before any exercise of the Over-Allotment Option.

The Over-Allotment Shares will be issued and allotted by the Company at HK\$43 per Share (excluding brokerage of 1%, SFC transaction levy of 0.0027%, AFRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.00565%), being the Offer Price per Share under the Global Offering. The Over-Allotment Shares will be used to facilitate the return to BlackPearl Global Limited of part of the 2,863,700 Shares borrowed by J.P. Morgan Securities plc (an affiliate of the Stabilizing Manager) under the Stock Borrowing Agreement which were used to cover over-allocations in the International Offering.

## **STABILIZATION ACTION AND END OF STABILIZATION PERIOD**

Pursuant to section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong), the Company announces that the stabilization period in connection with the Global Offering ended on Thursday, February 1, 2024, being the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering.

Further information in relation to the stabilizing actions undertaken by the Stabilizing Manager, or its affiliates or any person acting for it, during the stabilization period, is set out in this announcement.

## **PARTIAL EXERCISE OF THE OVER-ALLOTMENT OPTION**

The Company announces that the Over-Allotment Option described in the Prospectus has been partially exercised by the Overall Coordinators (for themselves and on behalf of the International Underwriters), on Thursday, February 1, 2024, in respect of an aggregate of 1,727,700 Shares (the “**Over-Allotment Shares**”), representing approximately 7.54% of the total number of the Offer Shares initially available under the Global Offering before any exercise of the Over-Allotment Option.

The Over-Allotment Shares will be issued and allotted by the Company at HK\$43 per Share (excluding brokerage of 1%, SFC transaction levy of 0.0027%, AFRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.00565%), being the Offer Price per Share under the Global Offering. The Over-Allotment Shares will be used to facilitate the return to BlackPearl Global Limited of part of the 2,863,700 Shares borrowed by J.P. Morgan Securities plc (an affiliate of the Stabilizing Manager) under the Stock Borrowing Agreement which were used to cover over-allocations in the International Offering.

### **Approval of Listing**

Approval for the listing of and permission to deal in the Over-Allotment Shares has already been granted by the Listing Committee of the Stock Exchange. Listing of and dealings in the Over-Allotment Shares are expected to commence on the Main Board of the Stock Exchange at 9:00 a.m. on Tuesday, February 6, 2024.

## Shareholding Structure of the Company upon the Completion of the Partial Exercise of the Over-Allotment Option

The shareholding structure of the Company immediately before and immediately after the completion of the issue and allotment of the Over-Allotment Shares pursuant to the partial exercise of the Over-Allotment Option is as follows:

	Immediately before the issue of the Over-Allotment Shares	Approximate % of the Company's issued share capital	Immediately after the issue of the Over-Allotment Shares	Approximate % of the Company's issued share capital
	Number of issued Shares		Number of issued Shares	
<b>Shareholders</b>				
— BlackPearl <sup>(1)(4)</sup>	49,367,683	10.99%	49,367,683	10.95%
— Emerald Forest <sup>(2)(4)</sup>	29,604,176	6.59%	29,604,176	6.57%
— Sixsense <sup>(3)(4)</sup>	18,110,571	4.03%	18,110,571	4.02%
— Ruby <sup>(5)</sup>	4,849,401	1.08%	4,849,401	1.08%
— Cainiao <sup>(6)</sup>	47,005,063	10.46%	47,005,063	10.42%
Sub-total	<u>148,936,894</u>	<u>33.16%</u>	<u>148,936,894</u>	<u>33.03%</u>
<b>Public Shareholders</b>				
<i>Cornerstone Investor</i>				
— Shenzhen Nanshan Strategic Emerging Industries Investment Co., Ltd./ 深圳市南山戰略新興 產業投資有限公司	18,166,000	4.04%	18,166,000	4.03%
Other public Shareholders	<u>282,108,829</u>	<u>62.80%</u>	<u>283,836,529</u>	<u>62.94%</u>
Sub-total	<u>300,274,829</u>	<u>66.84%</u>	<u>302,002,529</u>	<u>66.97%</u>
Total	<u>449,211,723</u>	<u>100%</u>	<u>450,939,423</u>	<u>100%</u>

Notes:

- (1) BlackPearl is owned as to 99.9% by BlackPearl Investment Limited and 0.1% by Sunton Global. Sunton Global is wholly owned by Dr. Qiu. BlackPearl Investment Limited is held by TMF (Cayman) Ltd. acting as trustee of a trust, with Sunton Global and Dr. Qiu as beneficiaries. The number of Shares held by BlackPearl has taken into account the 2,863,700 Shares lent to J.P. Morgan Securities plc by BlackPearl under the Stock Borrowing Agreement.
- (2) Emerald Forest is owned as to 99.9% by Emerald Forest Investment Limited and 0.1% by Emerald Forest Holding. Emerald Forest Holding is wholly owned by Dr. Zhu. Emerald Forest Investment Limited is held by TMF (Cayman) Ltd. acting as trustee of a trust, with Emerald Forest Holding and Dr. Zhu as beneficiaries.

- (3) Sixsense is owned as to 99.9% by CyberStone Holdings Limited and 0.1% by Realsense. Realsense is wholly owned by Mr. Liu. CyberStone Holdings Limited is held by TMF (Cayman) Ltd. acting as trustee of a trust, with Realsense and Mr. Liu as beneficiaries.
- (4) Dr. Qiu, Dr. Zhu and Mr. Liu have been acting in concert since they become shareholders or directors of the relevant member of the Group (whichever is earlier), details of which are set out in the section headed “History, Reorganization and Corporate Structure — Parties Acting in Concert” in the Prospectus.
- (5) Ruby is one of the ESOP Holding Entities, holding Shares underlying the Pre-IPO Share Incentive Scheme A. Ruby is indirectly controlled by TMF (Cayman) Ltd. as the trustee of a trust to hold the Shares corresponding to the awards granted to Mr. Qiu pursuant to the Pre-IPO Share Incentive Scheme A, details of which are set out in the section headed “Statutory and General Information — D. Share Incentive Schemes” in Appendix V to the Prospectus.
- (6) Cainiao is a controlled subsidiary of Alibaba Group Holding Limited (阿里巴巴集團控股有限公司), a company listed on the New York Stock Exchange (stock code: BABA) with a secondary listing on the Main Board of the Stock Exchange (stock code: 9988).

## **USE OF PROCEEDS**

The additional net proceeds of approximately HK\$71.68 million to be received by the Company from the issue of the Over-allotment Shares after deduction of the underwriting fees and commissions and estimated expenses payable by the Company in connection with the exercise of the Over-allotment Option, will be used by the Company on a pro-rata basis for the purposes as set out in the section headed “Future Plans and Use of Proceeds” in the Prospectus.

## **STABILIZATION ACTION AND END OF STABILIZATION PERIOD**

Pursuant to section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong), the Company announces that the stabilization period in connection with the Global Offering ended on Thursday, February 1, 2024, being the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering.

The stabilizing actions undertaken by the Stabilizing Manager, its affiliates or any person acting for it, during the stabilization period are set out below:

- 1) over-allocation of an aggregate of 2,863,700 Shares under the International Offering, representing 12.5% of the total number of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option;
- 2) the borrowing of an aggregate of 2,863,700 Shares by J.P. Morgan Securities plc (an affiliate of the Stabilizing Manager) from BlackPearl Global Limited pursuant to the Stock Borrowing Agreement to cover over-allocation in the International Offering. Such Shares will be returned and redelivered to BlackPearl Global Limited in accordance with the terms of the Stock Borrowing Agreement; and

- 3) successive purchases of an aggregate of 1,136,000 Shares in the price range of HK\$41.1 to HK\$43 per Share (excluding brokerage of 1%, SFC transaction levy of 0.0027%, AFRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.00565%) on the market during the stabilization period. The last purchase made by the Stabilizing Manager, its affiliates or any person acting for it on the market during the stabilization period was on Thursday, February 1, 2024 at the price of HK\$43 per Share (excluding brokerage of 1%, SFC transaction levy of 0.0027%, AFRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.00565%).
- 4) the partial exercise of the Over-Allotment Option by the Overall Coordinators (for themselves and on behalf of the International Underwriters), on Thursday, February 1, 2024 in respect of an aggregate of 1,727,700 Shares, representing approximately 7.54% of the total number of the Offer Shares initially available under the Global Offering before any exercise of the Over-Allotment Option, at the price of HK\$43 per Share (excluding brokerage of 1%, SFC transaction levy of 0.0027%, AFRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.00565%), being the Offer Price per Share under the Global Offering, to facilitate the return to BlackPearl Global Limited of part of the 2,863,700 Shares borrowed by J.P. Morgan Securities plc (an affiliate of the Stabilizing Manager) under the Stock Borrowing Agreement which were used to cover over-allocations in the International Offering.

The portion of the Over-Allotment Option which has not been exercised by the Overall Coordinators (for themselves and on behalf of the International Underwriters) lapsed on Thursday, February 1, 2024.

## **PUBLIC FLOAT**

Immediately after the end of the stabilization period, the Company continues to comply with the public float requirement under Rule 8.08(1)(a) of the Listing Rules whereby at least 25% of the Company's total number of issued Shares must at all times be held by the public.

For and on behalf of the Board  
**RoboSense Technology Co., Ltd**  
**Dr. Qiu Chunxin**  
*Chairman of the Board, Executive Director and  
Chief Executive Officer*

Hong Kong, February 1, 2024

*As at the date of this announcement, the executive Directors are Dr. Qiu Chunxin, Mr. Liu Letian and Mr. Qiu Chunchao; the non-executive Director is Dr. Zhu Xiaorui and the independent non-executive Directors are Mr. Feng Jianfeng, Dr. Lu Cewu and Mr. Ng Yuk Keung.*