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*Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus dated 24 May 2024 (the “**Prospectus**”) issued by UBoT Holding Limited (the “**Company**”).*

*This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for securities. Potential investors should read the Prospectus for detailed information about the Public Offering and the Placing described below before deciding whether or not to invest in the Offer Shares.*

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## UBOT HOLDING LIMITED

優博控股有限公司

(incorporated in the Cayman Islands with limited liability)

### LISTING ON GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED BY WAY OF SHARE OFFER

Number of Offer Shares under the Share Offer	:	125,000,000 Shares (subject to the Offer Size Adjustment Option)
Number of Public Offer Shares	:	12,500,000 Shares (subject to reallocation)
Number of Placing Shares	:	112,500,000 Shares (subject to reallocation and the Offer Size Adjustment Option)
Offer Price	:	Not more than HK\$0.60 per Offer Share and expected to be not less than HK\$0.50 per Offer Share (payable in full on application, subject to refund, plus brokerage fee of 1.00%, SFC transaction levy of 0.0027%, AFRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.00565%)
Nominal value	:	HK\$0.001 per Share
Stock code	:	8529

#### Sole Sponsor



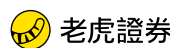
#### Overall Coordinator



#### Joint Global Coordinators



#### Joint Bookrunners and Joint Lead Managers



**IMPORTANT NOTICE TO INVESTORS:  
FULLY ELECTRONIC APPLICATION PROCESS**

**We have adopted a fully electronic application process for the Public Offer. We will not provide printed copies of the Prospectus or printed copies of any application forms to the public in relation to the Public Offer.**

**The Prospectus is available at the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) under the “*HKEXnews > New Listings > New Listing Information*” section, and our website at [www.ubot.com.hk](http://www.ubot.com.hk). If you require a printed copy of the Prospectus, you may download and print from the website addresses above.**

To apply for Public Offer Shares, you may use one of the following application channels:

<b>Application Channel</b>	<b>Platform</b>	<b>Target Investors</b>	<b>Application Time</b>
<b>eWhite Form service</b>	<b><a href="http://www.ewhiteform.com.hk">www.ewhiteform.com.hk</a></b>  Enquiries: +852 2153 1688	Investors who would like to receive a physical Share certificate. Public Offer Shares successfully applied for will be allotted and issued in your own name.	From 9:00 a.m. on Friday, 24 May 2024 to 11:30 a.m. on Wednesday, 29 May 2024, Hong Kong time.  The latest time for completing full payment of application monies will be 12:00 noon on Wednesday, 29 May 2024, Hong Kong time.
<b>HKSCC EIPO Channel</b>	Your broker or custodian who is a HKSCC Participant will submit an EIPO application on your behalf through HKSCC’s FINI system in accordance with your instruction	Investors who would not like to receive a physical Share certificate. Public Offer Shares successfully applied for will be allotted and issued in the name of HKSCC Nominees, deposited directly into CCASS and credited to your designated HKSCC Participant’s stock account.	Contact your broker or custodian for the earliest and latest time for giving such instructions, as this may vary by broker or custodian.

We will not provide any physical channels to accept any application for the Public Offer Shares by the public. The contents of the electronic version of the Prospectus are identical to the printed Prospectus as registered with the Registrar of Companies in Hong Kong pursuant to Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance.

If you are an **intermediary, broker or agent**, please remind your customers, clients or principals, as applicable, that the Prospectus is available online at the website addresses above.

Please refer to the section headed “How to Apply for the Public Offer Shares” in the Prospectus for further details of the procedures through which you can apply for the Public Offer Shares electronically.

Your application through the **eWhite Form** service or the **CCASS EIPO** service must be for a minimum of 5,000 Public Offer Shares and in one of the numbers set out in the table. You are required to pay the amount next to the number you select.

No. of Offer Shares applied for	Amount payable on application/successful allotment HK\$	No. of Offer Shares applied for	Amount payable on application / successful allotment HK\$	No. of Offer Shares applied for	Amount payable on application/successful allotment HK\$
5,000	3,030.25	150,000	90,907.66	2,000,000	1,212,102.00
10,000	6,060.51	200,000	121,210.20	2,500,000	1,515,127.50
15,000	9,090.76	250,000	151,512.76	3,000,000	1,818,153.00
20,000	12,121.02	300,000	181,815.30	4,000,000	2,424,204.00
25,000	15,151.28	350,000	212,117.86	5,000,000	3,030,255.00
30,000	18,181.54	400,000	242,420.40	6,250,000	3,787,818.76
35,000	21,211.79	450,000	272,722.96	7,500,000	4,545,382.50
40,000	24,242.05	500,000	303,025.50	8,750,000	5,302,946.26
45,000	27,272.30	750,000	454,538.26	10,000,000	6,060,510.00
50,000	30,302.56	1,000,000	606,051.00	11,250,000	6,818,073.76
75,000	45,453.83	1,250,000	757,563.76	12,500,000 <sup>(1)</sup>	7,575,637.50
100,000	60,605.10	1,500,000	909,076.50		

*Note:*

- (1) Maximum number of Public Offer Shares you may apply for.
- (2) The amount payable is inclusive of brokerage, SFC transaction levy, the Stock Exchange trading fee and AFRC transaction levy. If your application is successful, brokerage will be paid to the Exchange Participants (as defined in the GEM Listing Rules) or to the **eWhite Form** Service Provider (for applications made through the application channel of the **eWhite Form** Service Provider) while the SFC transaction levy, the Stock Exchange trading fee and the AFRC transaction levy will be paid to the SFC, the Stock Exchange and the AFRC, respectively.

No application for any other number of Public Offer Shares will be considered and any such application is liable to be rejected.

## **THE LISTING APPLICATION**

Application has been made by the Company to the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Share Offer and the Capitalisation Issue (including any additional Shares which may be issued pursuant to the exercise of the Offer Size Adjustment Option) and any Shares which may be issued pursuant to the exercise of any options which may be granted under the Share Option Scheme. Assuming the Public Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Monday, 3 June 2024, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Monday, 3 June 2024.

## **STRUCTURE OF THE SHARE OFFER**

The Share Offer comprises the Public Offer of an aggregate of initially 12,500,000 Public Offer Shares (subject to reallocation), representing 10% of the total number of Offer Shares initially available under the Share Offer, and the Placing of initially 112,500,000 Shares (subject to reallocation and the Offer Size Adjustment Option), representing 90% of the total number of Offer Shares initially available under the Share Offer. The allocation of the Offer Shares between the Public Offer and the Placing will be subject to reallocation as described in the section headed “Structure and Conditions of the Share Offer” in the Prospectus.

The allocation of the Shares between the Public Offer and the Placing is subject to adjustment. If the number of Shares validly applied for in the Public Offer represents (i) 15 times or more but less than 50 times, (ii) 50 times or more but less than 100 times, and (iii) 100 times or more, of the number of Shares initially available under the Public Offer, the total number of Shares available under the Public Offer will be increased to 37,500,000 Shares, 50,000,000 Shares and 62,500,000 Shares, respectively, representing approximately 30% (in the case of (i)), 40% (in the case of (ii)) and 50% (in the case of (iii)), of the total number of Shares initially available under the Share Offer. In such cases, the number of Shares allocated in the Placing will be correspondingly reduced, in such manner as the Overall Coordinator deems appropriate. If the Public Offer Shares are not fully subscribed, the Overall Coordinator has the authority to reallocate all or any unsubscribed Public Offer Shares to the Placing, in such proportions as the Overall Coordinator deems appropriate. In addition, the Overall Coordinator may reallocate Offer Shares from the Placing to the Public Offer to satisfy valid applications under the Public Offer. The Offer Shares to be offered in the Public Offer and the Placing may, in certain circumstances, be reallocated as between these offerings at the discretion of the Overall Coordinator.

For details, please refer to the section headed “Structure and Conditions of the Share Offer” in the Prospectus.

In connection with the Share Offer, our Company is expected to grant the Offer Size Adjustment Option to the Placing Underwriters, exercisable by the Overall Coordinator on behalf of the Placing Underwriters, to cover over allocations under the Placing (if any). Pursuant to the Offer Size Adjustment Option, our Company may be required to allot and issue, at the final Offer Price, up to an aggregate of 18,750,000 additional new Shares, representing 15% of the Offer Shares initially available under the Share Offer. The Offer Size Adjustment Option can only be exercised by the Overall Coordinator at any time before 5:00 p.m. on the business day immediately preceding the date of the announcement of the results of allocations and the basis of allocation of the Public Offer Shares; otherwise it will lapse. In the event the Offer Size Adjustment Option is exercised, an announcement will be made by the Company on the Company's website at [www.ubot.com.hk](http://www.ubot.com.hk) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk). For details, please refer to the section headed "Structure and Conditions of the Share Offer" in the Prospectus.

## PRICING

The Offer Price will not be more than HK\$0.60 per Offer Share and is expected to be not less than HK\$0.50 per Offer Share. Applicants under the Public Offer are required to pay, on application, the maximum Offer Price of HK\$0.60 per Offer Share plus brokerage fee of 1%, SFC transaction levy of 0.0027%, AFRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.00565%, subject to refund if the Offer Price as to be finally determined is less than HK\$0.60 per Offer Share.

## EXPECTED TIMETABLE

Share Offer commences . . . . . 9:00 a.m. on Friday,  
24 May 2024

Latest time for completing electronic applications under  
the *eWhite Form* service through the designated website  
at [www.ewhiteform.com.hk](http://www.ewhiteform.com.hk) (Notes 2 to 3) . . . . . 11:30 a.m. on Wednesday,  
29 May 2024

Application lists open (Note 3) . . . . . 11:45 a.m. on Wednesday,  
29 May 2024

Latest time to (a) give **electronic application instructions**  
to HKSCC and (b) complete payment of *eWhite Form*  
applications by effecting PPS payment transfer(s) (Note 4) . . . . . 12:00 noon on Wednesday,  
29 May 2024

If you are instructing your **broker** or **custodian** who is a HKSCC Participant to give **electronic application instructions** through HKSCC's FINI system to apply for the Public Offer Shares on your behalf, you are advised to contact your **broker** or **custodian** for the latest time for giving such instructions which may be different from the latest time as stated above.

Application lists close (*Note 3*) . . . . . 12:00 noon on Wednesday,  
29 May 2024

Expected Price Determination Date (*Note 5*) . . . . . Thursday, 30 May 2024

(1) Announcement of the final Offer Price, the level of indication of interest in the Placing, the level of applications in the Public Offer and basis of allocation of the Public Offer Shares under the Public Offer will be published on the Stock Exchange’s website at **www.hkexnews.hk** and our Company’s website at **www.ubot.com.hk** on or before . . . . . 11:00 p.m. on Friday,  
31 May 2024

(2) The results of allocations in the Share Offer (with successful applicants’ identification document numbers, where appropriate) will be available through a variety of channels, as described in the section headed “How to Apply for the Public Offer Shares – B. Publication of Results” in this prospectus) from . . . . . 11:00 p.m. on Friday,  
31 May 2024

(3) A full announcement of the Public offer containing (1) and (2) above will be published on the Stock Exchange’s website at **www.hkexnews.hk** and our Company’s website at **www.ubot.com.hk** . . . . . 11:00 p.m. on Friday,  
31 May 2024

Results of allocations in the Public offer will be available at **www.ewhiteform.com.hk/results** with a “search by ID” function on . . . . . 11:00 p.m. on Friday,  
31 May 2024 to 12:00 midnight  
on Friday, 7 June 2024

Despatch of Share certificates or deposit of Shares certificates into CCASS in respect of wholly or partially successful applications pursuant to the Share Offer on or before (*Notes 6 & 8*) . . . . . Friday, 31 May 2024

e-Refund payment instructions/refund cheques in respect of wholly or partially successful application to be posted on or before . . . . . Monday, 3 June 2024

Dealings in the Shares on GEM expected

to commence at 9:00 a.m. on . . . . . Monday, 3 June 2024

*Note:* All dates and time refer to Hong Kong local dates and time unless otherwise stated.

## SETTLEMENT

Subject to the granting of the approval for the listing of, and permission to deal in, the Shares on the Stock Exchange and compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the Listing Date or such other date as may be determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second settlement day after any trading day. All activities under CCASS are subject to the General Rules of HKSCC and HKSCC Operational Procedures in effect from time to time. All necessary arrangements have been made to enable the Shares to be admitted into CCASS. Investors should seek advice of their stockbrokers or other professional advisers for details of the settlement arrangement as such arrangements may affect their rights and interests.

## ELECTRONIC APPLICATION CHANNELS

**The Public Offer period will begin at 9:00 a.m. on Friday, 24 May 2024 and end at 12:00 noon on Wednesday, 29 May 2024 (Hong Kong time).**

To apply for Public Offer Shares, you may use one of the following application channels:

Application Channel	Platform	Target Investors	Application Time
eWhite Form service	<a href="http://www.ewhiteform.com.hk">www.ewhiteform.com.hk</a> Enquiries: +852 2153 1688	Investors who would like to receive a physical Share certificate. Public Offer Shares successfully applied for will be allotted and issued in your own name.	From 9:00 a.m. on Friday, 24 May 2024 to 11:30 a.m. on Wednesday, 29 May 2024, Hong Kong time.  The latest time for completing full payment of application monies will be 12:00 noon on Wednesday, 29 May 2024, Hong Kong time.



<b>Application Channel</b>	<b>Platform</b>	<b>Target Investors</b>	<b>Application Time</b>
<b>HKSCC EIPO Channel</b>	Your broker or custodian who is a HKSCC Participant will submit an EIPO application on your behalf through HKSCC's FINI system in accordance with your instruction	Investors who would not like to receive a physical Share certificate. Public Offer Shares successfully applied for will be allotted and issued in the name of HKSCC Nominees, deposited directly into CCASS and credited to your designated HKSCC Participant's stock account.	Contact your broker or custodian for the earliest and latest time for giving such instructions, as this may vary by broker or custodian.

Please refer to the sections “Structure and Conditions of the Share Offer” and “How to Apply for the Public Offer Shares” in the Prospectus for details of the conditions and procedures for applications for Public Offer Shares.

Application for the Public Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the designated website ([www.ewhiteform.com.hk](http://www.ewhiteform.com.hk)) for the **eWhite Form** service.

## **PUBLICATION OF RESULTS**

The Company expects to publish the announcement of the final Offer Price, the level of indication of interest in the Placing, the level of applications in the Public Offer and the basis of allotment of the Public Offer Shares on the website of the Company at [www.ubot.com.hk](http://www.ubot.com.hk) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) on Friday, 31 May 2024. The results of allocation and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants (where applicable) under the Public Offer will be available through a variety of channels from Friday, 31 May 2024 as described in the paragraph headed “How to Apply for the Public Offer Shares – B. Publication of Results” in the Prospectus.

If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than the maximum Offer Price of HK\$0.60 per Offer Share (excluding brokerage fee, SFC transaction levy, AFRC transaction levy and the Stock Exchange trading fee thereon), or if the conditions of the Public Offer are not fulfilled in accordance with the paragraph headed “Structure and Conditions of the Share Offer – Conditions of the Share Offer” in the Prospectus or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage fee, SFC transaction levy, AFRC transaction levy and the Stock Exchange trading fee, will be refunded, without interest or the cheque or banker's cashier order will not be cleared.

Any refund of your application monies will be made on or before Monday, 3 June 2024.

The Company will not issue temporary documents of title in respect of the Shares or receipt for application fees received. Share certificates will only become valid at 8:00 a.m. on Monday, 3 June 2024 provided that the Share Offer has become unconditional and the right of termination described in the paragraph headed “Underwriting – Underwriting Arrangements and Expenses – Public Offer – Grounds for termination” in the Prospectus has not been exercised. No receipt will be issued for sums paid on application.

Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Monday, 3 June 2024. The Shares will be traded in board lots of 5,000 Shares each. The stock code of the Shares will be 8529.

By order of the Board  
**UBoT Holding Limited**  
**Tong Yuen To**

*Chairman of the Board and executive Director*

Hong Kong, 24 May 2024

*As at the date of this announcement, the Board comprises Mr. Tong Yuen To, Mr. Chan Kai Leung, Mr. Shek Kam Pun and Mr. Tam Ming Wa as the executive Directors; Mr. Wong Tsz Lun as the non-executive Director and Mr. Chan Oi Fat, Ms. Ma Jay Suk Lin and Mr. Wong Lok Man as the independent non-executive Directors.*