

THIS DOCUMENT IS IN DRAFT FORM, INCOMPLETE AND SUBJECT TO CHANGE AND THAT THE INFORMATION MUST BE READ IN CONJUNCTION WITH THE SECTION HEADED “WARNING” ON THE COVER OF THIS DOCUMENT.

IMPORTANT

If you are in any doubt about any of the contents of this document, you should obtain independent professional advice.



雲工場科技控股有限公司
Cloud Factory Technology Holdings Limited
(incorporated in Cayman Islands with limited liability)

[REDACTED]

Number of [REDACTED] under the [REDACTED] : [REDACTED] Shares (comprising [REDACTED] [REDACTED] and [REDACTED] [REDACTED], and subject to the [REDACTED])

Number of [REDACTED] : [REDACTED] Shares (subject to reallocation)

Number of [REDACTED] : [REDACTED] Shares (comprising [REDACTED] [REDACTED] and [REDACTED] [REDACTED], and subject to reallocation and the [REDACTED])

Maximum [REDACTED] : HK\$[REDACTED] per [REDACTED], plus brokerage of 1.0%, SFC transaction levy of 0.0027%, Stock Exchange trading fee of 0.00565% and ARFC transaction levy of 0.00015% (payable in full on application in Hong Kong dollars and subject to refund)

Nominal value : US\$0.00001 per Share

[REDACTED] : [REDACTED]

Sole Sponsor and [REDACTED]



[REDACTED]

[●]

[REDACTED], [REDACTED] and [REDACTED]

[●]

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this document, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss whatsoever arising from or in reliance upon the whole or any part of the contents of this document.

A copy of this document, having attached thereto the documents specified in the paragraph headed “Documents Delivered to the Registrar of Companies in Hong Kong and Documents on Display” in Appendix V to this document, has been registered by the Registrar of Companies in Hong Kong as required by Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission of Hong Kong and the Registrar of Companies in Hong Kong take no responsibility for the contents of this document or any other document referred to above.

The [REDACTED] is expected to be fixed by agreement among the [REDACTED] and the [REDACTED], for themselves and on behalf of the [REDACTED] and the Capital Market Intermediaries, and us (for ourselves and on behalf of the Selling Shareholder) on the [REDACTED]. The [REDACTED] is expected to be on or around [REDACTED] (Hong Kong time) and, in any event, not later than [REDACTED] (Hong Kong time). The [REDACTED] will be not more than HK\$[REDACTED] per [REDACTED] and is currently expected to be not less than HK\$[REDACTED] per [REDACTED] unless otherwise announced. Applicants for [REDACTED] are required to pay, on application, the maximum [REDACTED] of HK\$[REDACTED] for each [REDACTED] together with a brokerage fee of 1.0%, SFC transaction levy of 0.0027%, Stock Exchange trading fee of 0.00565%, and ARFC transaction levy of 0.00015% subject to refund if the [REDACTED] as finally determined should be lower than HK\$[REDACTED] per [REDACTED]. If, for any reason, the [REDACTED] is not agreed by 12:00 noon on or before [REDACTED] [REDACTED] between the [REDACTED] (for themselves and on behalf of the [REDACTED]) and our Company (for ourselves and on behalf of the Selling Shareholder), the [REDACTED] will not proceed and will lapse.

The [REDACTED] and the [REDACTED], for themselves and on behalf of the [REDACTED] and the Capital Market Intermediaries, may, with the consent of the Selling Shareholder and the Company, reduce the number of [REDACTED] in the [REDACTED] and/or the indicative [REDACTED] range below that is stated in this document (which is HK\$[REDACTED] to HK\$[REDACTED]) at any time on or prior to the morning of the last day for lodging applications under the [REDACTED]. In such a case, notices of the reduction in the number of [REDACTED] in the [REDACTED] and/or the indicative [REDACTED] range will be published on the website of the Stock Exchange at www.hkexnews.hk and our Company at www.cloudsp.com not later than the morning of the day which is the last day for lodging applications under the [REDACTED], then even if the number of [REDACTED] in the [REDACTED] and/or the indicative [REDACTED] range is so reduced, such applications cannot be subsequently withdrawn. If, for any reason, the [REDACTED] is not agreed among the [REDACTED], the [REDACTED], for themselves and on behalf of the [REDACTED] and the Capital Market Intermediaries, the Selling Shareholder and the Company, the [REDACTED] (including the [REDACTED]) will lapse and will not proceed. For further details, please refer to the sections headed “Structure of the [REDACTED]” and “How to Apply for [REDACTED]” in this document.

Prior to making an investment decision, prospective investors should carefully consider all of the information set out in this document, including the risk factors set out in the section headed “Risk Factors”.

The obligations of the [REDACTED] under the [REDACTED] to subscribe for, and to procure applicants for the subscription for, the [REDACTED], are subject to termination by the [REDACTED] and the [REDACTED] (for themselves and on behalf of the [REDACTED] and the Capital Market Intermediaries) if certain grounds arise prior to 8:00 a.m. on the [REDACTED]. For further details, please refer to the paragraph headed “[REDACTED] — [REDACTED] arrangements and expenses — [REDACTED] — Grounds for termination” in this document.

The [REDACTED] have not been and will not be registered under the U.S. Securities Act or any state securities law in the United States and may not be offered, sold, pledged or transferred within the United States. The [REDACTED] may be offered, sold or delivered outside the United States in offshore transactions in accordance with Regulation S.

[REDACTED]

[REDACTED]

THIS DOCUMENT IS IN DRAFT FORM, INCOMPLETE AND SUBJECT TO CHANGE AND THAT THE INFORMATION MUST BE READ IN CONJUNCTION WITH THE SECTION HEADED "WARNING" ON THE COVER OF THIS DOCUMENT.

IMPORTANT

[REDACTED]

THIS DOCUMENT IS IN DRAFT FORM, INCOMPLETE AND SUBJECT TO CHANGE AND THAT THE INFORMATION MUST BE READ IN CONJUNCTION WITH THE SECTION HEADED "WARNING" ON THE COVER OF THIS DOCUMENT.

IMPORTANT

[REDACTED]