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**UBTECH ROBOTICS CORP LTD**  
**深圳市優必選科技股份有限公司**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 9880)**

**ANNOUNCEMENT**

**(1) ARRANGEMENT OF BANK CREDIT;  
(2) ARRANGEMENT OF GUARANTEES; AND  
(3) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

This announcement is made by the board (the “**Board**”) of directors (the “**Director(s)**”) of UBTECH ROBOTICS CORP LTD (the “**Company**”) pursuant to Rule 13.51 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

**(1) ARRANGEMENT OF BANK CREDIT**

As the Company expands its business operations, the Company applies for bank credit from time to time. The lender banks may require the approval of the general meeting as a condition for approving the bank credit to the Company.

On August 28, 2024, the Board has resolved that the Company be proposed to apply for bank credit (as detailed in the table below), in order to ensure the continuity of the Company’s bank credit and to better support the Company’s business expansion. As required by the lender banks, the Company’s application for bank credit shall be subject to the approval by the general meeting.

Set forth below are details of the proposal in relation to the arrangement of bank credit (the “Arrangement of Bank Credit”):

<b>Borrower</b>	<b>Lender bank</b>	<b>Maximum amount of bank credit limit (RMB million)</b>	<b>Expected validation period and term of the bank credit</b>
The Company	Industrial Bank Co., Ltd., Shenzhen Branch* (興業銀行股份有限公司深圳分行)	Not exceeding 400	The Company’s legal representative or his authorised representative shall be authorised to sign the credit agreements and other relevant documents within 12 months from the date of approval by the general meeting. The bank credit limit shall be available for no more than one year. The specific credit limits, credit types of and guarantee arrangement shall ultimately be subject to the actual results of approval by the banks.
	Bank of China Co., Ltd., Shenzhen Branch* (中國銀行股份有限公司深圳市分行)	Not exceeding 200	
	Agricultural Bank of China Co., Ltd., Qianhai Branch* (中國農業銀行股份有限公司前海分行)	Not exceeding 200	
	China Minsheng Banking Corp., Ltd., Shenzhen Branch* (中國民生銀行股份有限公司深圳分行)	Not exceeding 200	
	Guangdong Nanyue Bank Co., Ltd., Shenzhen Branch* (廣東南粵銀行股份有限公司深圳分行)	Not exceeding 100	
<b>Total:</b>		<b><u><u>Not exceeding 1,100</u></u></b>	

The Board considers that the Arrangement of Bank Credit is in the interests of the Company and the Shareholders as a whole.

As required by the lender banks, the Arrangement of Bank Credit is subject to the approval by the Shareholders at the EGM. Upon approval by the Shareholders at the EGM, the Company's legal representative or his authorised representative shall be authorised to sign the relevant legal documents with the banks on behalf of the Company within 12 months from the date of approval by the Shareholders at the EGM. The aforementioned credit terms shall be subject to the actual credit terms approved by the banks.

## **(2) ARRANGEMENT OF GUARANTEES**

Pursuant to the Articles of Association, all matters relating to the Company's external guarantees (including the guarantee(s) provided by the Company to its subsidiaries) must be considered and approved by the Board. If the total amount of external guarantees provided by the Company within one year exceeds thirty percent of the latest audited total assets, such external guarantees provided by the Company shall be subject to consideration and approval by the Shareholders by special resolution at the general meeting of the Company.

Reference is made to the announcements of the Company dated January 24, 2024, March 11, 2024 and March 27, 2024. The current total amount of guarantees provided by the Company to its subsidiaries amounted to RMB4,550 million, which exceeds thirty percent of the latest audited total assets of the Group (i.e. approximately RMB4,766 million as of December 31, 2023).

On August 28, 2024, the Board has resolved that the Company be proposed to provide further guarantees to certain of its subsidiaries (as detailed in the table below), for the purpose of ensuring normal operations and satisfying the bank financing and other business development needs of the relevant subsidiaries of the Company.

Set forth below are details of the proposal in relation to the arrangement of guarantees (the “Arrangement of Guarantees”):

Guarantor	Guarantee Recipients	Relationship with the Company	Amount of guarantee (RMB million)	Expected validation period of the guarantee	Reason for the arrangement
The Company	Ganzhou UBTECH Intelligent Technology Co., Ltd.* (贛州優必選智能科技有限公司)	Direct wholly-owned subsidiary	Not exceeding 270	The Company’s legal representative or his authorised representative shall be authorised to sign the guarantee agreements and other relevant documents within 12 months from the date of approval by the general meeting	New and renewed original guarantees provided to support and satisfy the needs of business development
	UBTECH Software Technology (Shenzhen) Co., Ltd.* (優必選軟件技術(深圳)有限公司)		Not exceeding 80		
	Best Epoch Technology Co., Ltd.* (深圳市優紀元科技有限公司)		Not exceeding 80		
	Shanghai UBJ Education Technology Co., Ltd.* (上海優必傑教育科技有限公司)	Direct non-wholly owned subsidiary	Not exceeding 30		
	Youdi Health Technology (Shenzhen) Co., Ltd.* (優邸健康科技(深圳)有限公司)		Not exceeding 10		
	Chengdu UBTECH Health Technology Co., Ltd.* (成都市優必選健康科技有限公司)	Indirect non-wholly owned subsidiary	Not exceeding 20		
	<b>Total:</b>				

### (3) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Reference is made to the announcement of the Company dated August 8, 2024 in relation to, among others, the completion of the placing of 1,420,000 new H shares of the Company under general mandate (the “**Placing**”). Following completion of the Placing, the total number of shares of the Company (the “**Shares**”) has increased from 418,142,824 Shares to 419,562,824 Shares and the registered capital of the Company has increased from RMB418,142,824 to RMB419,562,824.

In order to reflect the increase of registered capital of the Company upon completion of the Placing, on August 28, 2024, the Board proposed to amend the relevant articles (the “**Proposed Amendments**”) of the articles of association of the Company (the “**Articles of Association**”). Details of the Proposed Amendments are as follows:

Existing articles	Amended articles
<b>Article 6</b> The registered capital of the Company is RMB418,142,824.	<b>Article 6</b> The registered capital of the Company is RMB <b>418,142,824</b> <b>419,562,824</b> .
<b>Article 21</b> The Company has a total of 418,142,824 shares, all of which are ordinary shares.	<b>Article 21</b> The Company has a total of <b>418,142,824</b> <b>419,562,824</b> shares, all of which are ordinary shares.

Save as disclosed above, the contents of the other articles of the Articles of Association remain unchanged. The Articles of Association is prepared in Chinese with no official English version. Any English translation is for reference only. In the event of any inconsistency, the Chinese version shall prevail.

The Board considers that the Proposed Amendments are in the interests of the Company and its shareholders (the “**Shareholders**”) as a whole.

The Proposed Amendments are subject to consideration and approval by the Shareholders at the forthcoming extraordinary general meeting of the Company (the “**EGM**”).

The Board considers that the Arrangement of Guarantees are in the interests of the Company and the Shareholders as a whole.

As the total amount of guarantees currently provided by the Company to its subsidiaries exceeds thirty percent of the latest audited total assets of the Group, the Arrangement of Guarantees are subject to the consideration and approval by the Shareholders at the EGM by special resolution. The Company's legal representative or his authorised representative shall be authorised to sign the guarantee agreements and other relevant documents within 12 months from the date of approval by the Shareholders at the EGM. The specific guarantee period and form of guarantee shall be subject to the guarantee agreements and relevant documents.

## **EGM**

The Company will convene and hold the EGM on Thursday, September 12, 2024 for the Shareholders to consider and, if thought fit, approve, among other things, the Arrangement of Bank Credit, the Arrangement of Guarantees and the Proposed Amendments.

A circular containing, among other matters, details of the Arrangement of Bank Credit, the Arrangement of Guarantees and the Proposed Amendments together with the notice of the EGM, will be despatched to the Shareholders in due course.

By order of the Board  
**UBTECH ROBOTICS CORP LTD**  
**Jian ZHOU**

*Chairman, Executive Director and Chief Executive Officer*

Shenzhen, August 28, 2024

*As at the date of this announcement, the Board comprises (i) Mr. Zhou Jian, Mr. Xiong Youjun, Ms. Wang Lin and Mr. Liu Ming as executive directors; (ii) Mr. Xia Zuoquan, Mr. Zhou Zhifeng and Mr. Chen Qiang as non-executive directors; and (iii) Mr. Zhao Jie, Mr. Xiong Chuxiong, Mr. Poon Fuk Chuen and Mr. Leung Wai Man, Roger as independent non-executive directors.*

\* *For identification purposes only*