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NAYUKI

**Nayuki Holdings Limited**

**奈雪的茶控股有限公司**

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

**(Stock Code: 2150)**

## **COMPANY INFORMATION SHEET**

April 6, 2022

**Company Name:** Nayuki Holdings Limited  
**Stock Code:** 2150  
**Stock Short Name:** NAYUKI

This document is published pursuant to Rule 19.60 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and is provided for the purpose of giving information to the public about Nayuki Holdings Limited (the “**Company**”) as at the date of this document. The information does not purport to be a complete summary about the Company and/or its securities.

Unless otherwise defined or the context suggests otherwise, capitalized terms shall have the meanings as those in the Company’s prospectus dated June 18, 2021 (the “**Prospectus**”) and references to sections of the Prospectus shall be construed accordingly.

## **Responsibility Statement**

The directors (the “**Directors**”) of the Company as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this document and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the information is accurate and complete in all material respects and not misleading or deceptive and that there are no other matters the omission of which would make any information inaccurate or misleading.

The Directors also collectively and individually undertake to publish a revised company information sheet when there are changes to the information since the last publication.

## **Summary of Novel Waivers**

The following novel waiver has been applied for and granted by the Stock Exchange. For other waivers applied for and granted by the Stock Exchange, please refer to the section headed “Waivers from Strict Compliance with the Listing Rules” in the Prospectus.

### **Relevant Rule Waived**

### **Subject Matter**

Rule 8.08(1)(a)

Public float requirements

## **Waiver in Relation to the Public Float Requirements**

According to Rule 8.08(1)(a) of the Listing Rules, there must be an open market in the securities for which listing is sought and a sufficient public float of an issuer’s listed securities to be maintained. This normally means that at least 25% of the issuer’s total issued share capital must at all times be held by the public. Pursuant to Rule 8.08(1)(d) of the Listing Rules, the Stock Exchange may, subject to certain conditions and at its discretion, accept a lower percentage of between 15% to 25% in the case of issuers with an expected market capitalization at the time of listing of over HK\$10 billion.

As disclosed in the Prospectus, the Company had applied to the Stock Exchange to request the Stock Exchange to exercise its discretion under Rule 8.08(1)(d), and the Stock Exchange had granted the Company waiver from strict compliance with the requirement under Rule 8.08(1)(a) of the Listing Rules to accept a lower public float.

In support of such application, the Company has confirmed to the Stock Exchange that (i) it will make appropriate disclosure of the lower percentage of public float required by the Stock Exchange in the Prospectus together with a confirmation of sufficiency of public float in its successive annual reports after the Listing; (ii) there will be an open market in the shares offered in the Global Offering, and the number of shares and the extent of their distribution would enable the market to operate properly; (iii) the Company will have an expected market capitalization at the time of Listing of over HK\$10 billion; and (iv) the quantity and scale of the issued securities would enable the market to operate properly with a lower percentage of public float.

The minimum public float of the Company shall be the higher of: (i) 24.86%, of the Company's Shares upon completion of the Global Offering (prior to any exercise of the Over-allotment Option); and (ii) such percentage of Shares to be held by the public immediately after the completion of the Global Offering (as increased by the Shares to be issued upon any exercise of the Over-allotment Option), provided that the higher of (i) and (ii) above is below the minimum public float requirement of 25% under Rule 8.08(1)(a) of the Listing Rules.

*As at the date of this document, the Board of the Company comprises Mr. ZHAO Lin, Ms. PENG Xin and Mr. DENG Bin as executive directors; Mr. PAN Pan and Mr. WONG Takwai as non-executive directors; and Mr. CHEN Qunsheng, Mr. LIU Yiwei and Ms. ZHANG Rui as independent non-executive directors.*