

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

Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the prospectus dated Thursday, 26 May 2022 (the “**Prospectus**”) issued by Yoho Group Holdings Limited (友和集團控股有限公司) (the “**Company**”).

This announcement is for information purposes only and does not constitute an invitation or offer by any person to acquire, purchase or subscribe for any Shares or other securities of the Company. 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 Shares should be taken solely in reliance on the information provided in the Prospectus.

This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia) or any other jurisdiction where such distribution is prohibited by law. This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States or in any other jurisdictions. The Offer Shares 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 or to, or for the account or benefit of U.S. persons, except in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act or any state securities law in the United States. The Offer Shares are being offered and sold outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act.

In connection with the Global Offering, CMBC Securities Company Limited, as the Stabilising Manager, or any person acting for it may, to the extent permitted by applicable laws of Hong Kong or elsewhere, over-allocate or effect any other transactions with a view to supporting the market price of the Shares at a level higher than that which might otherwise prevail in the open market for a limited period commencing on the Listing Date and ending on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering, i.e. Thursday, 30 June 2022. Any relevant market purchases of Shares may be carried out in jurisdictions where it is permissible to do so, in each case, in compliance with all applicable laws, rules and regulations, including those of Hong Kong (such as the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong)). However, there is no obligation on the Stabilising Manager or any person acting for it to conduct any such stabilising action, which if commenced, will be done at the absolute discretion of the Stabilising Manager or any person acting for it, and may be discontinued at any time. Further, any such stabilising action is required to be brought to an end on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering, i.e. Thursday, 30 June 2022, in any event. Potential investors should note that after this date, when no further stabilising action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.

In connection with the Global Offering, the Company has granted the Over-allotment Option to the International Underwriters. The Over-allotment Option is exercisable by the Sole Global Coordinator on behalf of the International Underwriters pursuant to the International Underwriting Agreement at any time within the period commencing on the Listing Date and ending on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering, i.e. Thursday, 30 June 2022, to require the Company to allot and issue up to 8,250,000 additional new Shares (representing 15% of the initial number of the Offer Shares) at the Offer Price to cover over-allocations in the International Offering, if any.

Potential investors of the Offer Shares should note that the Sole Global Coordinator (for itself and on behalf of the Hong Kong Underwriters) shall be entitled to terminate the obligations of the Hong Kong Underwriters under the Hong Kong Underwriting Agreement upon occurrence of any of the events set out in “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for termination” in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date (which is currently expected to be Friday, 10 June 2022).



## Yoho Group Holdings Limited

### 友和集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

#### GLOBAL OFFERING

Number of Offer Shares under the Global Offering	: 55,000,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	: 5,500,000 Shares
Number of International Offer Shares	: 49,500,000 Shares (subject to the Over-allotment Option)
Final Offer Price	: HK\$2.10 per Offer Share, plus brokerage of 1.00%, SFC transaction levy of 0.0027%, Stock Exchange trading fee of 0.005% and Financial Reporting Council transaction levy of 0.00015%
Nominal value	: US\$0.0001 per Share
Stock code	: 2347

#### Sole Sponsor



#### Financial Adviser



#### Sole Global Coordinator, Joint Bookrunner and Joint Lead Manager



#### Other Joint Bookrunners and other Joint Lead Managers



#### Other Joint Lead Managers

