

Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the prospectus dated June 14, 2022 (the “**Prospectus**”) of GOGOX HOLDINGS LIMITED (the “**Company**”).

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.

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 any securities or any Shares under the Global Offering. This announcement is not a prospectus. Potential investors should read the Prospectus for detailed information about the Global Offering described below before deciding whether or not to invest in the Offer Shares. Any investment decision in relation to the Offer Shares should be taken solely in reliance on the information provided in the Prospectus.

This announcement does not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of Offer Shares in any jurisdiction in which such offer, solicitation or sales would be unlawful. This announcement is not for release, publication or distribution, directly or indirectly, in or into the United States or any other jurisdiction where such distribution is prohibited by law, nor is this announcement an offer for sale or solicitation to purchase or subscribe for securities in the United States or any other jurisdictions. The Offer Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended from time to time (the “**U.S. Securities Act**”), or any applicable state securities laws, 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 (as defined in Regulation S under the U.S. Securities Act (the “**Regulation S**”)) except in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act. The Offer Shares are being offered and sold outside the United States in offshore transactions in accordance with Regulation S. There will be no public offering of the securities of the Company in the United States.

In connection with the Global Offering, UBS AG Hong Kong Branch, or any of its affiliates or any persons acting for it, as stabilizing manager (the “**Stabilizing Manager**”), on behalf of the Underwriters, may over-allocate or effect transactions with a view to stabilizing or supporting the market price of the Shares at a level higher than that which might otherwise prevail for a limited period after the Listing Date. However, there is no obligation on the Stabilizing Manager, or any of its affiliates or any person acting for it, to conduct any such stabilizing action, which, if commenced, will be done at the absolute discretion of the Stabilizing Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilizing activity is required to be brought to an end on July 17, 2022, being the 30th day after the last date for the lodging of applications under the Hong Kong Public Offering. Such stabilization action, if commenced, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong), as amended, made under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Potential investors should be aware that stabilizing action cannot be taken to support the price of the Shares for longer than the stabilization period which begins on the Listing Date and is expected to expire on Sunday, July 17, 2022, being the 30th day after the last date for the lodging of applications under the Hong Kong Public Offering. After this date when no further stabilizing action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.

The Hong Kong Offer Shares will be offered to the public in Hong Kong subject to the terms and conditions set out in the Prospectus and the related application forms. The Hong Kong Offer Shares will not be offered to any person who is outside Hong Kong and/or not resident in Hong Kong. Potential investors of the Offer Shares should note that the Joint Global Coordinators shall be entitled to terminate the Hong Kong Underwriting Agreement with immediate effect upon the occurrence of any of the events set out in the section headed “Underwriting – Underwriting Arrangements and Expenses – Hong Kong Public Offering – Grounds for Termination” in the Prospectus at any time prior to 8:00 a.m. on the Listing Date.

In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters, exercisable by the Joint Global Coordinators (for themselves and on behalf of the International Underwriters). Pursuant to the Over-allotment Option, the International Underwriters will have the right, exercisable by the Joint Global Coordinators (for themselves and on behalf of the International Underwriters) at any time from the Listing Date until Sunday, July 17, 2022, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering to require the Company to allot and issue up to an aggregate of 4,680,000 Shares, representing approximately 15.0% of the number of Offer Shares initially available under the Global Offering, at the Offer Price, to cover the over-allocations in the International Offering, if any.

快狗打车 | GOGO X
GOGO X HOLDINGS LIMITED

快狗打车控股有限公司

(incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	:	31,200,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	:	3,120,000 Shares (subject to reallocation)
Number of International Offer Shares	:	28,080,000 Shares (subject to reallocation and the Over-allotment Option)
Offer Price	:	HK\$21.50 per Offer Share plus brokerage of 1.0%, SFC transaction levy of 0.0027%, FRC transaction levy of 0.00015% and Hong Kong Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars, subject to refund)
Nominal value	:	US\$0.0000025 per Share
Stock code	:	2246

Joint Sponsors, Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers



Joint Bookrunners and Joint Lead Managers



Joint Lead Managers



Your application must be for a minimum of 200 Hong Kong 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.

<u>No. of Hong Kong Offer Shares applied for</u>	<u>Amount payable on application</u>	<u>No. of Hong Kong Offer Shares applied for</u>	<u>Amount payable on application</u>	<u>No. of Hong Kong Offer Shares applied for</u>	<u>Amount payable on application</u>	<u>No. of Hong Kong Offer Shares applied for</u>	<u>Amount payable on application</u>
	<i>HK\$</i>		<i>HK\$</i>		<i>HK\$</i>		<i>HK\$</i>
200	4,343.35	5,000	108,583.44	80,000	1,737,335.02	700,000	15,201,681.43
400	8,686.67	6,000	130,300.12	90,000	1,954,501.90	800,000	17,373,350.20
600	13,030.02	7,000	152,016.82	100,000	2,171,668.78	900,000	19,545,018.98
800	17,373.35	8,000	173,733.50	120,000	2,606,002.53	1,000,000	21,716,687.75
1,000	21,716.69	9,000	195,450.19	140,000	3,040,336.29	1,100,000	23,888,356.53
1,200	26,060.03	10,000	217,166.88	160,000	3,474,670.04	1,200,000	26,060,025.30
1,400	30,403.37	20,000	434,333.76	180,000	3,909,003.80	1,300,000	28,231,694.08
1,600	34,746.70	30,000	651,500.64	200,000	4,343,337.55	1,400,000	30,403,362.85
1,800	39,090.04	40,000	868,667.51	300,000	6,515,006.33	1,560,000 ⁽¹⁾	33,878,032.89
2,000	43,433.37	50,000	1,085,834.39	400,000	8,686,675.10		
3,000	65,150.07	60,000	1,303,001.27	500,000	10,858,343.88		
4,000	86,866.75	70,000	1,520,168.15	600,000	13,030,012.65		

Note:

(1) Maximum number of Hong Kong Offer Shares you may apply for.

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

THE LISTING APPLICATION

We have applied to the Stock Exchange for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Global Offering (including the Shares which may be issued pursuant to the exercise of the Over-allotment Option).

STRUCTURE OF THE GLOBAL OFFERING

The Global Offering comprises:

- the Hong Kong Public Offering of initially 3,120,000 Offer Shares (subject to reallocation) in Hong Kong, representing approximately 10% of the total number of Offer Shares initially available under the Global Offering; and
- the International Offering of initially 28,080,000 Offer Shares (subject to reallocation and the Over-allotment Option), representing approximately 90% of the total number of Offer Shares initially available under the Global Offering.

The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to reallocation as described in the section headed “Structure of the Global Offering” in the Prospectus.

In particular, subject to the requirements under Practice Note 18 of the Listing Rules and Guidance Letter HKEx-GL91-18, the Joint Global Coordinators may reallocate Offer Shares from the International Offering to the Hong Kong Public Offering to satisfy valid applications under the Hong Kong Public Offering. In accordance with Guidance Letter HKEx-GL91-18 issued by the Stock Exchange, if such reallocation is done other than pursuant to the clawback mechanism as described in the section headed “Structure of the Global Offering – the Hong Kong Public Offering – Reallocation” in the Prospectus, the maximum total number of Offer Shares that may be reallocated to the Hong Kong Public Offering following such reallocation shall be not more than double the initial allocation to the Hong Kong Public Offering (i.e. 6,240,000 Offer Shares, representing approximately 20% of the total number of Offer Shares initially available under the Global Offering).

Under the International Underwriting Agreement, we expect to grant to the International Underwriters, exercisable by the Joint Global Coordinators (for themselves and on behalf of the International Underwriters), the Over-allotment Option, which will be exercisable at any time from the Listing Date until Sunday, July 17, 2022, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering to require the Company to allot and issue up to an aggregate of 4,680,000 Shares, representing approximately 15.0% of the number of Offer Shares initially available under the Global Offering, at the Offer Price, to cover over-allocations in the International Offering, if any. In the event the Over-allotment Option is exercised, we will make an announcement which will be posted on the website of the Stock Exchange (www.hkexnews.hk) and on our website (gogoxholdings.com), respectively.

PRICING

The Offer Price will be HK\$21.50 per Offer Share. Applicants for the Offer Shares are required to pay, on application, the Offer Price of HK\$21.50 per Offer Share together with brokerage of 1%, SFC transaction levy of 0.0027%, FRC transaction levy of 0.00015% and the Stock Exchange trading fee of 0.005%.

EXPECTED TIMETABLE

Hong Kong Public Offering commences	9:00 a.m. on Tuesday, June 14, 2022
Latest time for completing electronic applications under White Form eIPO service through the designated website www.eipo.com.hk	11:30 a.m. on Friday, June 17, 2022
Application lists open	11:45 a.m. on Friday, June 17, 2022
Latest time for (a) completing payment for White Form eIPO applications by effecting Internet banking transfer(s) or (b) giving electronic application instructions to HKSCC	12:00 noon on Friday, June 17, 2022

If you are instructing your **broker** or **custodian** who is a CCASS Clearing Participant or a CCASS Custodian Participant to give **electronic application instructions** via CCASS terminals to apply for the Hong Kong 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 12:00 noon on Friday,
June 17, 2022

(1) Announcement of:

- (i) the level of applications in the Hong Kong Public Offering;
- (ii) the level of indications of interest in the International Offering; and
- (iii) the basis of allotment of the Hong Kong Offer Shares to be published on the website of the Stock Exchange at

www.hkexnews.hk and our website at
gogoholdings.com on or beforeThursday,
June 23, 2022

(2) Announcement of results of allocations in the Hong Kong Public Offering (including 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 Hong Kong Offer Shares – D. Publication of Results*" in the Prospectus) from

Thursday,
June 23, 2022

(3) A full announcement of the Hong Kong Public Offering containing (1) and (2) above to be published on the website of the Stock Exchange at www.hkexnews.hk and our website at gogoholdings.com from

Thursday,
June 23, 2022

Results of allocations for the Hong Kong Public

Offering will be available at www.iporeresults.com.hk
(alternatively: English <https://www.eipo.com.hk/en/Allotment>;
Chinese <https://www.eipo.com.hk/zh-hk/Allotment>)

with a “search by ID” function from 8:00 a.m. on Thursday,
June 23, 2022
to 12:00 midnight on Wednesday,
June 29, 2022

Telephone enquiry for the results of allocations in
the Hong Kong Public Offering by calling +852 2862 8555
between 9:00 a.m. and 6:00 p.m. from

Thursday,
June 23, 2022
to Tuesday,
June 28, 2022
(Except Saturday and Sunday)

Share certificates in respect of wholly or partially
successful applications to be dispatched/collected or
deposited into CCASS on or before

Thursday,
June 23, 2022

White Form e-Refund payment instructions/refund
cheques in respect of wholly or partially successful
applications (if applicable) or wholly or partially
unsuccessful applications to be dispatched or
collected on or before

Thursday,
June 23, 2022

Dealings in the Shares on the Stock Exchange

expected to commence at 9:00 a.m. on Friday,
June 24, 2022

Note:

(1) Unless otherwise stated, all times and dates refer to Hong Kong local times and dates.

SETTLEMENT

Subject to the granting of the approval for 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 date of commencement of dealings in the Shares on the Stock Exchange 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 CCASS and CCASS 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 the 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

White Form eIPO

You may submit your application through the **White Form eIPO** service through the designated website at www.eipo.com.hk (24 hours daily, except on the last day for applications) from 9:00 a.m. on Tuesday, June 14, 2022 until 11:30 a.m. on Friday, June 17, 2022 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Friday, June 17, 2022, the last day for applications, or such later date as described in the section headed “How to Apply for Hong Kong Offer Shares – C. Effect of Bad Weather and/or Extreme Conditions on the Opening of the Application Lists” in the Prospectus.

CCASS EIPO

CCASS Clearing/Custodian Participants can input **electronic application instructions** at the following times on the following dates:⁽¹⁾

Tuesday, June 14, 2022	– 9:00 a.m. to 8:30 p.m.
Wednesday, June 15, 2022	– 8:00 a.m. to 8:30 p.m.
Thursday, June 16, 2022	– 8:00 a.m. to 8:30 p.m.
Friday, June 17, 2022	– 8:00 a.m. to 12:00 noon

CCASS Investor Participants can input electronic application instructions from 9:00 a.m. on Tuesday, June 14, 2022 until 12:00 noon on Friday, June 17, 2022 (24 hours daily, except on Friday, June 17, 2022 the last application day).

The latest time for inputting your electronic application instructions will be 12:00 noon on Friday, June 17, 2022, the last application day or such later time as described in “How to Apply for Hong Kong Offer Shares – C. Effect of Bad Weather and/or Extreme Conditions on the Opening of the Application Lists” in the Prospectus.

Note:

(1) These times in this sub-section are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants and/or CCASS Investor Participants.

If you are instructing your **broker** or **custodian** who is a CCASS Clearing Participant or a CCASS Custodian Participant to give **electronic application instructions** via CCASS terminals to apply for the Hong Kong 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.

The application monies (including the brokerage fees, SFC transaction levy, FRC transaction levy and the Stock Exchange trading fee) will be held by the receiving banks on behalf of the Company after the closing of the application lists and the refund monies, if any, will be returned to the applicants without interest on or before Thursday, June 23, 2022.

Please refer to the sections headed “Structure of the Global Offering” and “How to Apply for Hong Kong Offer Shares” in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

Application for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, the GREEN Application Form and the designated website (www.eipo.com.hk) for White Form eIPO.

PUBLICATION OF RESULTS

We expect to announce the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares on Thursday, June 23, 2022 on the website of the Stock Exchange (www.hkexnews.hk) and on our website (gogoxholdings.com).

The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration/certificate of incorporation numbers of successful applicants (where applicable) under the Hong Kong Public Offering will be available through a variety of channels at the times and date and in the manner specified in the section headed “How to Apply for Hong Kong Offer Shares – D. Publication of Results” in the Prospectus.

If an application is rejected, not accepted or accepted in part only, or if the conditions of the Hong Kong Public Offering are not fulfilled in accordance with the section headed “Structure of the Global Offering – Conditions of the Global Offering” in the Prospectus or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy, FRC transaction levy and the Stock Exchange trading fee, will be refunded, without interest.

No temporary documents of title will be issued in respect of the Shares and no receipt will be issued for sums paid on application. Share certificates will only become valid at 8:00 a.m. on Friday, June 24, 2022 (Hong Kong time), provided that the Global Offering has become unconditional and the right of termination described in the section headed “Underwriting – Underwriting Arrangements and Expenses – Hong Kong Public Offering – Grounds for Termination” in the Prospectus has not been exercised.

Assuming the Global Offering becomes unconditional at or before 8:00 a.m. on Friday, June 24, 2022 (Hong Kong time), dealings in the Shares are expected to commence at 9:00 a.m. on Friday, June 24, 2022 (Hong Kong time). The Shares will be traded in board lots of 200 Shares each. The stock code of the Shares is 2246.

By order of the Board
GOGOX HOLDINGS LIMITED
CHEN Xiaohua
Chairman

Hong Kong, Tuesday, June 14, 2022

As of the date of this announcement, the Board comprises Mr. CHEN Xiaohua, Mr. HE Song, Mr. LAM Hoi Yuen and Mr. HU Gang as executive Directors, Mr. YE Wei, Mr. LEUNG Ming Shu, Mr. SHUAI Yong and Mr. WANG Ye as non-executive Directors, and Mr. KWAN Ming Sang Savio, Mr. NI Zhengdong, Mr. TANG Shun Lam and Mr. ZHAO Hongqiang as independent non-executive Directors.