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SMART GLOBE HOLDINGS LIMITED

竣球控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1481)

REVISION OF PLACING PRICE AND USE OF PROCEEDS IN RELATION TO THE PROPOSED PLACING OF NEW SHARES UNDER GENERAL MANDATE AND RESUMPTION OF TRADING

Reference is made to the announcement of Smart Globe Holdings Limited (the “**Company**”) dated 9 August 2022 in relation to the proposed placing of new shares under general mandate (the “**Announcement**”). Unless otherwise defined, capitalised terms used herein shall have the respective meanings as those defined in the Announcement.

REVISION OF PLACING PRICE AND USE OF PROCEEDS IN RELATION TO THE PROPOSED PLACING OF SHARES UNDER GENERAL MANDATE

Pursuant to a conditional placing agreement dated 9 August 2022 entered into between the Company and the Placing Agents, the Placing Agents agreed to procure Placees, on a best effort basis, to subscribe for a total of up to a maximum of 100,000,000 Placing Shares at the Placing Price of HK\$1.31 per Placing Share.

After further negotiation between the Company and the Placing Agents, the parties agreed to revise the Placing Price. Pursuant to a supplemental agreement dated 10 August 2022 entered into between the Company and the Placing Agents (the “**Supplemental Agreement**”), the Placing Price revised from HK\$1.31 to HK\$1.33 (the “**Revised Placing Price**”).

The Revised Placing Price of HK\$1.33 represents:

- (i) a discount of approximately 18.40% to the closing price of HK\$1.63 per Share as quoted on the Stock Exchange on the date of the Placing Agreement; and
- (ii) a discount of approximately 19.98% to the average closing price of HK\$1.662 per Share as quoted on the Stock Exchange for the last five consecutive trading days immediately prior to the date of the Placing Agreement.

The Revised Placing Price was determined with reference to the prevailing market price of the Shares and was arrived at after arm's length negotiations between the Company and the Placing Agents. The Directors considered that the Revised Placing Price and the terms of the Supplemental Agreement are fair and reasonable based on the current market conditions and are in the interests of the Company and the Shareholders as a whole.

Assuming all the Placing Shares are fully placed, the gross proceeds and the net proceeds (after deduction of the relevant expenses) from the Placing will be approximately HK\$133.00 million and HK\$130.00 million, respectively, representing a net issue price of approximately HK\$1.30 per Placing Share. The Company intends to use the net proceeds from the Placing for (i) the possible subscription of 30% of the enlarged registered capital of 湖北康時珍醫藥科技有限公司 (Hubei Kang Shi Zhen Yi Yao Technology Co., Ltd.*) as stated in the announcement dated 15 July 2022; and (ii) the possible acquisition of 51% equity interests in 武漢秀生活便利店有限公司 (Wuhan Show Life Convenience Store Co., Ltd*) which engages in vending machines operations as stated in the announcement dated 5 August 2022.

RESUMPTION OF TRADING

Trading in Shares was suspended with effect from 9:00 a.m. on 10 August 2022 at the request of the Company. The Company has made an application to the Stock Exchange for the resumption of trading in the Shares with effect from 9:00 a.m. on Thursday, 11 August 2022 on the Stock Exchange.

By Order of the Board
Smart Globe Holdings Limited
Lam Tak Ling Derek
Chairman

Hong Kong, 10 August 2022

As at the date of this announcement, the executive Directors are Mr. Lam Tak Ling Derek, Mr. Chan Yee Yeung, Ms. Tse Yuen Shan Ivy; and the independent non-executive Directors are Mr. Li Chun Hung, Mr. Ong Chor Wei and Mr. Yam Kam Kwong, JP.

* *for identification purpose only*