

IMPORTANT

IMPORTANT: If you are in any doubt about any of the contents of this document, you should obtain independent professional advice.



MTT GROUP HOLDINGS LIMITED

數科集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

[REDACTED]

Number of [REDACTED] under the [REDACTED] : [REDACTED] Shares comprising [REDACTED] [REDACTED] and [REDACTED] (subject to [REDACTED] and the [REDACTED])

Number of [REDACTED] : [REDACTED] Shares (subject to [REDACTED])

Number of [REDACTED] : [REDACTED] Shares comprising [REDACTED] new Shares and [REDACTED] (subject to [REDACTED] and the [REDACTED])

[REDACTED] : Not more than HK\$[REDACTED] per [REDACTED] and expected to be not less than HK\$[REDACTED] per [REDACTED] plus [REDACTED] of 1%, SFC transaction levy of 0.0027%, [REDACTED] of 0.005% and Financial Reporting Council transaction levy of 0.00015% (payable in full on application in Hong Kong dollars and subject to refund)

Nominal value : HK\$0.01 per Share

[REDACTED] : [REDACTED]

Sole Sponsor



[REDACTED] and [REDACTED]

[REDACT]

[REDACT]

[REDACTED]

[REDACT]

[REDACT]

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A copy of this document, having attached thereto the documents specified in the section headed "Documents delivered to the Registrar of Companies and documents on display" in Appendix V to this document, has been registered by the Registrar of Companies in Hong Kong as required by section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission of Hong Kong and the Registrar of Companies in Hong Kong take no responsibility for the contents of this document or any other document referred to above.

The [REDACTED] is expected to be determined by an agreement between the [REDACTED] (for themselves and on behalf of the [REDACTED]) and our Company (for ourselves and on behalf of the [REDACTED]) on the [REDACTED]. The [REDACTED] is expected to be on or around [REDACTED], and in any case no later than [REDACTED]. The [REDACTED] will be not more than HK\$[REDACTED] per [REDACTED] and is currently expected to be not less than HK\$[REDACTED] per [REDACTED] unless otherwise announced. If our Company (for ourselves and on behalf of the [REDACTED]) and the [REDACTED] (for themselves and on behalf of the [REDACTED]) are unable to reach an agreement on the [REDACTED] by [REDACTED], the [REDACTED] (including the [REDACTED]) will lapse and will not proceed. In such case, a notice will be published on the Stock Exchange's website at www.hkexnews.hk and our Company's website at www.mttgoholdings.com.

Prior to making an investment decision, prospective investors should carefully consider all of the information set forth in this document, including the risk factors set forth in the section headed "Risk factors" in this document.

The [REDACTED] (for themselves and on behalf of the [REDACTED]) may, with the consent of our Company, reduce the number of [REDACTED] in the [REDACTED] and/or the indicative [REDACTED] below that stated in this document (which is HK\$[REDACTED] to HK\$[REDACTED] per Share) at any time on or prior to the morning of the last day for lodging applications under the [REDACTED]. In such a case, notices of the reduction in the number of [REDACTED] in the [REDACTED] and/or the indicative [REDACTED] will be published on the website of our Company at www.mttgoholdings.com and on the website of the Stock Exchange at www.hkexnews.hk. Further details are set forth in the sections headed "Structure and Conditions of the [REDACTED]" and "How to Apply for [REDACTED]" in this document.

The obligations of the [REDACTED] under the [REDACTED] to [REDACTED] for, and to procure applicants for the [REDACTED] for, the [REDACTED], are subject to termination by the Joint [REDACTED] (for themselves and on behalf of the [REDACTED]) if certain grounds arise prior to 8:00 a.m. on the [REDACTED]. Please see the section headed "[REDACTED] — [REDACTED] arrangements and expenses — [REDACTED] — Grounds for termination" in this document for further details. It is important that you refer to that section for further details.

The [REDACTED] 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, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and in accordance with any applicable state securities laws in the United States. The [REDACTED] are being offered and sold only outside of the United States in offshore transactions in reliance on Regulations S of the U.S. Securities Act.

ATTENTION

We have adopted a fully electronic application process for the [REDACTED]. We will not provide printed copies of this document or printed copies of any [REDACTED] to the public in relation to the [REDACTED]. This document is available on the Stock Exchange's website at www.hkexnews.hk and our Company's website at www.mttgoholdings.com. If you require a printed copy of this document, you may download and print from the website addresses above.

[REDACT]