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Moody Technology Holdings Limited
滿地科技股份有限公司

(Incorporated in the Cayman Islands with limited liability and continued in Bermuda with limited liability)

(Stock Code: 1400)

(Provisional Liquidators Appointed)

(For Restructuring Purposes)

**SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO
PLACING OF NEW SHARES UNDER GENERAL MANDATE
AND
RESUMPTION OF TRADING**

Reference is made to the announcement of Moody Technology Holdings Limited (the “**Company**”) dated 23 November 2022 in relation to the Acquisition (the “**Announcement**”). Unless otherwise defined in this announcement, terms used herein shall have the same meanings as those defined in the Announcement.

THE SUPPLEMENTAL AGREEMENT

The Board wishes to announce that on 24 November 2022 (after trading hours), the Company and the Placing Agent entered into a supplemental agreement (the “**Supplemental Agreement**”) to amend and supplement certain terms of the Placing Agreement, the principal terms of which are summarized as follows:

Placing Price

Pursuant to the Supplemental Agreement, the price per Placing Share has been amended to HK\$0.52 per Placing Share (the “**Amended Placing Price**”), which represents:

- (a) a discount of approximately 17.46% to the closing price of HK\$0.63 per Share as quoted on the Stock Exchange on 23 November 2022, being the last day on which the Shares were traded on the Stock Exchange prior to the date of the Supplemental Agreement; and
- (b) a discount of approximately 16.13% to the average closing price of HK\$0.62 per Share as quoted on the Stock Exchange for the last five consecutive trading days immediately prior to the date of the Supplemental Agreement.

The Amended Placing Price was determined after arm's length negotiations between the Company and the Placing Agent with reference to the prevailing market conditions, the prevailing market price and liquidity of the Shares. The Directors consider that the Amended Placing Price is fair and reasonable and is in the interest of the Company and the Shareholders as a whole.

The Company will bear the costs and expenses of approximately HK\$150,000 in connection with the Placing, and the Placing Agent will receive a placing fee of 1% of the aggregate Amended Placing Price of the Placing Shares actually placed by the Placing Agent which was determined after arm's length negotiations between the Company and the Placing Agent.

Assuming that all the Placing Shares are fully placed, the maximum gross proceeds from the Placing will be approximately HK\$7.83 million. It is expected that the net proceeds from the Placing (after deducting the placing commission payable to the Placing Agent and other expenses incurred in the Placing) will amount to approximately HK\$7.6 million, representing a net issue price of HK\$0.50 per Placing Share. The Company intends to apply the net proceeds from the Placing for general working capital of the Group and costs of debt restructuring.

Conditions precedent to Completion

Pursuant to the Supplemental Agreement, the parties have agreed amend the terms relating to the last day on which the conditions precedent has to be fulfilled, such that if any of the conditions is not fulfilled within 21 days after the date of the Supplemental Agreement or such later date as the Company and the Placing Agent may agree, the Placing Agreement (as amended and supplemented by the Supplemental Agreement) and the obligations of the parties under the Placing Agreement (as amended and supplemented by the Supplemental Agreement) in relation to the Placing shall cease and terminate.

Save as disclosed above, there is no other material change to the terms and conditions of the Placing Agreement, and all other information in the Announcement shall remain unchanged.

As Completion is subject to satisfaction of the conditions in the Placing Agreement, the Placing may or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

RESUMPTION OF TRADING

At the request of the Company, trading in the Shares on the Stock Exchange has been halted with effect from 9:00 a.m. on 24 November 2022 pending the release of this announcement. Application has been made to the Stock Exchange for resumption of trading in the Shares with effect from 9:00 a.m. on 25 November 2022.

By Order of the Board
Moody Technology Holdings Limited
(Provisional Liquidators Appointed)
(For Restructuring Purposes)
Li Wanyuan
Acting Chairman and Executive Director

Hong Kong, 24 November 2022

As of the date of this announcement, the executive Directors are Mr. Li Wanyuan and Ms. Lin Yuxi; and the independent non-executive Directors are Mr. Chow Yun Cheung, Mr. Lin Yugang and Mr. Liu Junting.