

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this joint 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 joint announcement.

This joint announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of Smart Globe Holdings Limited.

TeraMetal Holdings Limited

(Incorporated in the British Virgin Islands with limited liability)



SMART GLOBE HOLDINGS LIMITED

竣球控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1481)

JOINT ANNOUNCEMENT

**DELAY IN DESPATCH OF COMPOSITE DOCUMENT RELATING TO
UNCONDITIONAL MANDATORY CASH OFFER BY
ASIAN CAPITAL LIMITED
FOR AND ON BEHALF OF TERAMETAL HOLDINGS LIMITED
TO ACQUIRE ALL THE ISSUED SHARES OF
SMART GLOBE HOLDINGS LIMITED
(OTHER THAN THOSE ALREADY OWNED OR AGREED TO BE
ACQUIRED BY TERAMETAL HOLDINGS LIMITED AND
PARTIES ACTING IN CONCERT WITH IT)**

Reference is made to the announcement dated 26 April 2023 jointly issued by the Offeror and the Company (the “**Joint Announcement**”) in respect of, among other things, the Sale and Purchase Agreement and the Offer. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Joint Announcement.

DELAY IN DESPATCH OF COMPOSITE DOCUMENT

As set out in the Joint Announcement, the Composite Document is expected to be despatched to the Shareholders on or before 17 May 2023.

As additional time is required to finalise certain contents of the Composite Document, including, among other things, the letter from the independent financial adviser, an application has been made to the Executive pursuant to Rule 8.2 of the Takeovers Code for its consent to extend the deadline for despatch of the Composite Document to 30 May 2023. The Executive has granted its consent for such extension.

Further announcement will be jointly made by the Offeror and the Company when the Composite Document together with the form of acceptance are despatched.

WARNING

The Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares. If the Shareholders and potential investors of the Company are in any doubt about their position or as to the action they should take, they should consult their stockbroker, bank manager, solicitor or other professional advisers.

By order of the board of directors of
TeraMetal Holdings Limited
Ng Ho Lun
Director

By order of the board of directors of
Smart Globe Holdings Limited
Lam Tak Ling Derek
Chairman

Hong Kong, 16 May 2023

As at the date of this joint announcement, the executive Directors are Mr. LAM Tak Ling Derek, Mr. CHAN Yee Yeung and 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.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Offeror and parties acting in concert with it), and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the sole director of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any such statement contained in this joint announcement misleading.

As at the date of this joint announcement, the sole director of the Offeror is Mr. Ng Ho Lun.

The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Group) and confirms, having made all reasonable inquiries, that, to the best of his knowledge, opinions expressed in this joint announcement (other than the opinions expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

In the case of inconsistency, the English text of this joint announcement shall prevail over the Chinese text.