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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)

(1) RESTORATION OF PUBLIC FLOAT AND (2) RESUMPTION OF TRADING

References are made to (i) the composite document dated 30 May 2023 jointly despatched by the Offeror and the Company (the “**Composite Document**”) in relation to the Offer; (ii) the announcement dated 20 June 2023 jointly issued by the Offeror and the Company in respect of, amongst others, the close of the Offer (the “**Closing Announcement**”); and (iii) the announcement of the Company dated 10 July 2023 in relation to the grant of a temporary waiver from strict compliance with the minimum public float requirement under Rules 8.08(1)(a) and 13.32(1) of the Listing Rules by the Stock Exchange (the “**Waiver Announcement**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Composite Document, the Closing Announcement and Waiver Announcement.

RESTORATION OF PUBLIC FLOAT

The Board was informed by the Offeror that, it has entered into a secondary block trade agreement (the “**Secondary Block Trade Agreement**”) with a manager (the “**Manager**”) on 25 July 2023 to place down up to 154,260,000 Shares (representing approximately 15.12% of the issued share capital of the Company as at the date of this announcement) held by it (the “**Placing**”) at the Offer Price, in order to restore the public float of the Company as required under Rule 8.08(1)(a) of the Listing Rules. Completion of the Placing took place on 1 August 2023 and 154,260,000 Shares were placed through the Manager to not less than six placees (the “**Placees**”). To the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, each of the Placees and their respective ultimate beneficial owners (i) are independent of and not connected with the Company and its connected persons (as defined under the Listing Rules); and (ii) have not become a substantial shareholder of the Company immediately upon completion of the Placing.

Immediately upon completion of the Placing, a total of 270,000,000 shares of the Company, representing approximately 26.47% of the issued share capital of the Company as at the date of this announcement, are held by the public (within the meaning under the Listing Rules). As such, the public float of the Company has been restored and the Company is in compliance with the minimum public float requirement under Rule 8.08(1)(a) of the Listing Rules.

The table below sets out the shareholding structure of the Company (i) prior to completion of the Placing and (ii) immediately after completion of the Placing and as at the date of this announcement:

| Shareholders | (i) Prior to completion of the Placing | | (ii) Immediately after completion of the Placing and as at the date of this announcement | |
|--|---|----------------------|---|----------------------|
| | <i>Number of Shares</i> | <i>approx.%</i> | <i>Number of Shares</i> | <i>approx.%</i> |
| The Offeror | 904,260,000 | 88.65 | 750,000,000 | 73.53 |
| Public Shareholders (including the Placees) | <u>115,740,000</u> | <u>11.35</u> | <u>270,000,000</u> | <u>26.47</u> |
| Total | <u><u>1,020,000,000</u></u> | <u><u>100.00</u></u> | <u><u>1,020,000,000</u></u> | <u><u>100.00</u></u> |

As the Waiver Period expired on 31 July 2023 and the completion of the Placing took place on 1 August 2023, the Company has made an application to the Stock Exchange for a short extension of the Waiver Period to 1 August 2023.

RESUMPTION OF TRADING

At the request of the Company, trading in the Shares on the Stock Exchange has been suspended since 9:00 a.m. on 21 June 2023 pending the restoration of the minimum public float as required under the Listing Rules. An application has been made by the Company to the Stock Exchange for the resumption of trading in the Shares on the Stock Exchange with effect from 9:00 a.m. on 2 August 2023.

Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

By order of the board of directors of
Smart Globe Holdings Limited
Ng Ho Lun
Chairman

Hong Kong, 1 August 2023

As at the date of this announcement, the executive Directors are Mr. NG Ho Lun, Mr. CHU Lok Fung Barry, Mr. CHEN Kun and Mr. LAM Tak Ling Derek; and the independent non-executive Directors are Dr. WU Ka Chee Davy, Mr. YIU Ho Chi Stephen and Ms. LAW Ying Wai Denise.