

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and Hong Kong Securities Clearing Company Limited (“**HKSCC**”) take no responsibility for the contents of this 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 announcement.

Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the prospectus dated Monday, 20 May 2024 (the “**Prospectus**”) issued by EDA Group Holdings Limited (the “**Company**”).

This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for any securities of the Company. This announcement is not a prospectus. Potential investors should read the Prospectus for detailed information about the Company, the Hong Kong Public Offer and the International Placing described below before deciding whether or not to invest in the Offer Shares.

This announcement does not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of Offer Shares in any jurisdiction in which such offer, solicitation or sales would be unlawful. This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States for sale or solicitation to purchase or subscribe for securities in the United States or any other jurisdictions. The Offer Shares have not been, and will not be, registered under the United States Securities Act 1933, as amended or supplemented from time to time (the “**U.S. Securities Act**”) or any state securities law of the United States and may not be offered, sold, pledged, transferred or delivered 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 state securities laws of the United States. The Offer Shares are being offered and sold outside of the United States as offshore transactions in accordance with Regulation S under the U.S. Securities Act and the applicable laws of each jurisdiction where those offers and sales occur. There will not be and is not currently intended to be any public offering of securities of the Company in the United States.

In connection with the Global Offering, CMB International Capital Limited, as the stabilizing manager (the “**Stabilizing Manager**”), its affiliates or any person acting for it and on behalf of the Underwriters, may over-allocate Shares or effect transactions with a view to stabilizing or maintaining the market price of the Shares at a level higher than that which might otherwise prevail for a limited period after the Listing Date. However, there is no obligation on the Stabilizing Manager (or its affiliates or any person acting for it) to conduct any such stabilizing action, which, if commenced, will be done at the sole and absolute discretion of the Stabilizing Manager, its affiliates or any person acting for it and may be discontinued at any time. Any such stabilization activity is required to be brought to an end within 30 days from the last date for lodging of applications under the Hong Kong Public Offer. Such stabilization action, if commenced, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong), as amended, made under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Potential investors should be aware that stabilizing action cannot be taken to support the price of the Shares for longer than the stabilisation period which begins on the Listing Date, and is expected to expire on Saturday, 22 June 2024, the 30th day after the last day for the lodging of applications under the Hong Kong Public Offer. After this date, no further stabilizing action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.

The Hong Kong Offer Shares will be offered to the public in Hong Kong subject to the terms and conditions set out in the Prospectus. The Hong Kong Offer Shares will not be offered to any person who is outside Hong Kong and/or not resident in Hong Kong. Potential investors of the Offer Shares should note that the Sole Overall Coordinator (for itself and on behalf of the other Hong Kong Underwriters) shall be entitled to terminate the Hong Kong Underwriting Agreement with immediate effect upon the occurrence of any of the events set out in the section headed “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offer — Hong Kong Underwriting Agreement — Grounds for Termination” in the Prospectus at any time at or prior to 8:00 a.m. on the Listing Date.



EDA GROUP HOLDINGS LIMITED

EDA集團控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	: 97,625,000 Shares (subject to the Over-Allotment Option)
Number of Hong Kong Offer Shares	: 9,763,000 Shares (subject to re-allocation)
Number of International Placing Shares	: 87,862,000 Shares (including 4,882,000 Lesso Reserved Shares under the Lesso Preferential Offering) (subject to the Over-Allotment Option and re-allocation)
Offer Price	: Not more than HK\$3.06 per Offer Share and expected to be not less than HK\$2.28 per Offer Share, plus brokerage of 1.0%, SFC transaction levy of 0.0027%, AFRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.00565% (payable in full on application in Hong Kong dollars and subject to refund)
Nominal Value	: US\$0.01 per Share
Stock Code	: 2505

Sole Sponsor



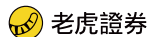
Sole Overall Coordinator, Sole Global Coordinator, Joint Bookrunner and Joint Lead Manager



Joint Bookrunners and Joint Lead Managers



Joint Lead Managers



IMPORTANT NOTICE TO INVESTORS FULLY ELECTRONIC APPLICATION PROCESS

The Company has adopted a fully electronic application process for the Hong Kong Public Offer. The Company will not provide printed copies of the Prospectus to the public in relation to the Hong Kong Public Offer.

The Prospectus is available at the website of the Stock Exchange at www.hkexnews.hk under the “*HKEXnews > New Listings > New Listing Information*” section, and our website at www.edayun.cn. If you require a printed copy of the Prospectus, you may download and print from the website addresses above.

To apply for the Hong Kong Offer Shares, you may use one of the following application channels:

Application

Channel	Platform	Target Investors	Application Time
HK eIPO White Form service	IPO App (which can be downloaded by searching “ IPO App ” in App store or Google Play or downloaded at www.hkeipo.hk/IPOApp or www.tricorglobal.com/IPOApp) or www.hkeipo.hk	Investors who would like to receive a physical Share certificate. Hong Kong Offer Shares successfully applied for will be allotted and issued in your own name	From 9:00 a.m. on Monday, 20 May 2024 to 11:30 a.m. on Thursday, 23 May 2024, Hong Kong time The latest time for completing full payment of application monies will be 12:00 noon on Thursday, 23 May 2024, Hong Kong time
HKSCC EIPO channel	Your broker or custodian who is a HKSCC Participant will submit an EIPO application on your behalf through HKSCC’s FINI system in accordance with your instruction	Investors who would not like to receive a physical Share certificate. Hong Kong Offer Shares successfully applied for will be allotted and issued in the name of HKSCC Nominees, deposited directly into CCASS and credited to your designated HKSCC Participant’s stock account	Contact your broker or custodian for the earliest and latest time for giving such instructions, as this may vary by broker or custodian

The Company will not provide any physical channels to accept any application for the Hong Kong Offer Shares by the public. The contents of the electronic version of the Prospectus are identical to the printed Prospectus as registered with the Registrar of Companies in Hong Kong pursuant to section 342C of the Companies (WUMP) Ordinance.

If you are an **intermediary, broker or agent**, please remind your customers, clients or principals, as applicable, that the Prospectus is available online at the website addresses above.

Please refer to the section headed “How to Apply for the Hong Kong Offer Shares and Less Reserved Shares” of the Prospectus for further details on the procedures through which you can apply for the Hong Kong Offer Shares electronically.

Your application through the **HK eIPO White Form** service or the **HKSCC EIPO** channel must be for a minimum of 1,000 Hong Kong Offer Shares and in one of the numbers set out in the table below.

If you are applying through the **HK eIPO White Form** service, you may refer to the table below for the amount payable for the number of Shares you have selected. You must pay the respective maximum amount payable on application in full upon application for Hong Kong Offer Shares.

If you are applying through the **HKSCC EIPO** channel, you are required to pre-fund your application based on the amount specified by your broker or custodian, as determined based on the applicable laws and regulations in Hong Kong.

No. of Hong Kong Offer Shares applied for	Maximum Amount payable ⁽²⁾ on application/successful allotment	No. of Hong Kong Offer Shares applied for	Maximum Amount payable ⁽²⁾ on application/successful allotment	No. of Hong Kong Offer Shares applied for	Maximum Amount payable ⁽²⁾ on application/successful allotment	No. of Hong Kong Offer Shares applied for	Maximum Amount payable ⁽²⁾ on application/successful allotment
	HK\$		HK\$		HK\$		HK\$
1,000	3,090.85	15,000	46,362.90	80,000	247,268.81	900,000	2,781,774.09
2,000	6,181.73	20,000	61,817.20	90,000	278,177.41	1,000,000	3,090,860.10
3,000	9,272.58	25,000	77,271.50	100,000	309,086.01	2,000,000	6,181,720.20
4,000	12,363.44	30,000	92,725.81	200,000	618,172.02	3,000,000	9,272,580.30
5,000	15,454.29	35,000	108,180.10	300,000	927,258.04	4,000,000	12,363,440.40
6,000	18,545.17	40,000	123,634.40	400,000	1,236,344.05	4,881,000 ⁽¹⁾	15,086,488.15
7,000	21,636.02	45,000	139,088.71	500,000	1,545,430.06		
8,000	24,726.88	50,000	154,543.00	600,000	1,854,516.05		
9,000	27,817.74	60,000	185,451.61	700,000	2,163,602.06		
10,000	30,908.61	70,000	216,360.20	800,000	2,472,688.08		

- (1) Maximum number of Hong Kong Offer Shares you may apply for and this is approximately 50% of the Hong Kong Offer Shares initially offered.
- (2) The amount payable is inclusive of brokerage, SFC transaction levy, the Stock Exchange trading fee and AFRC transaction levy. If your application is successful, brokerage will be paid to the Exchange Participants (as defined in the Listing Rules) or to the **HK eIPO White Form** Service Provider (for applications made through the application channel of the **HK eIPO White Form** Service Provider) while the SFC transaction levy, the Stock Exchange trading fee and the AFRC transaction levy will be paid to the SFC, the Stock Exchange and the AFRC, respectively.

No application for any other number of the Hong Kong Offer Shares will be considered and any such application is liable to be rejected.

An application for Lesso Reserved Shares under the Lesso Preferential Offering may only be made by Lesso Qualifying Shareholder(s) through **HK eIPO Blue Form** service at www.hkeipo.hk.

Lesso Qualifying Shareholder(s) will receive a copy of the Prospectus in the manner in which they have elected, or are deemed to have elected, to receive corporate communications under Lesso's corporate communications policy.

If a Lesso Qualifying Shareholder has elected to receive corporate communications from Lesso in printed form, a printed copy of the Prospectus in the elected language version(s) will be despatched to such Lesso Qualifying Shareholder.

If a Lesso Qualifying Shareholder has (a) elected to receive an electronic version of corporate communications or (b) is deemed to have consented to receiving the electronic version of corporate communications from Lesso, an electronic version of the Prospectus (which is identical to the printed prospectus) can be accessed and downloaded from the website of the Stock Exchange (www.hkexnews.hk) and the website of our Company (www.edayun.cn).

APPLICATION FOR LISTING

The Sole Sponsor made an application on behalf of the Company to the Listing Committee of the Stock Exchange for the granting of the listing of, and permission to deal in, the Shares in issue and the Shares to be issued by the Company including any Shares which may be issued pursuant to the Capitalisation Issue, the Global Offering and the Over-allotment Option). Assuming that the Hong Kong Public Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Tuesday, 28 May 2024, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Tuesday, 28 May 2024. The Shares will be traded in board lots of 1,000 Shares each.

STRUCTURE OF THE GLOBAL OFFERING

The Global Offering comprises: (1) the Hong Kong Public Offer of initially 9,763,000 Offer Shares (subject to reallocation) in Hong Kong, representing approximately 10% of the total Offer Shares initially available under the Global Offering; and (2) the International Placing of initially 87,862,000 Offer Shares (subject to reallocation and the Over-allotment Option), including 4,882,000 Lesso Reserved Shares under the Lesso Preferential Offering, representing approximately 90% of the total Offer Shares initially available under the Global Offering, outside the United States (including to professional, institutional and corporate investors and other investors anticipated to have a sizeable demand for the Offer Shares in Hong Kong) in offshore transactions in reliance on Regulation S.

The allocation of the Offer Shares between the Hong Kong Public Offer and the International Placing is subject to adjustment as detailed in the section headed “Structure and Conditions of the Global Offering — The Hong Kong Public Offer — Reallocation” in the Prospectus. In particular, the Sole Overall Coordinator may, in their discretion, reallocate the Offer Shares from the International Placing to the Hong Kong Public Offer to satisfy valid applications under the Hong Kong Public Offer. In accordance with Chapter 4.14 of the Guide for New Listing Applicants issued by the Stock Exchange, if such reallocation is done other than pursuant to Practice Note 18 of the Listing Rules, the maximum total number of the Offer Shares that may be reallocated to the Hong Kong Public Offer following such reallocation shall be not more than double the initial allocation to the Hong Kong Public Offer (i.e. 19,525,000 Offer Shares). In such case, the final Offer Price shall be fixed at the low-end of the indicative Offer Price range (i.e. HK\$2.28 per Offer Share).

In connection with the Global Offering, the Company is expected to grant to the International Underwriters, exercisable by the Sole Overall Coordinator (on behalf of the International Underwriters), the Over-allotment Option, which will be exercisable from the date of the International Placing Agreement until Saturday, 22 June 2024, being the 30th day after the last day for the lodging of applications under the Hong Kong Public Offer, to require the Company to issue up to an aggregate of 14,643,000 additional Shares, representing approximately 15% of the initial number of the Offer Shares, at the same price per Offer Share under the International Placing, to cover over-allocations in the International Placing, if any. In the event the Over-allotment Option is exercised, the number of the Lesso Reserved Shares will not change. If the Over-allotment Option is exercised in full, the additional Offer Shares to be issued pursuant thereto will represent approximately 3.2% of the Company’s enlarged issued share capital immediately following the completion of the Capitalization Issue and the Global Offering. In the event that the Over-allotment Option is exercised, an announcement will be made by the Company which will be posted on the websites of the Company at www.edayun.cn and the Stock Exchange at www.hkexnews.hk.

PRICING

The Offer Price will not be more than HK\$3.06 per Offer Share and is currently expected to be not less than HK\$2.28 per Offer Share unless otherwise announced.

Applicants for the Hong Kong Offer Shares may be required to pay, on application (subject to application channels), the maximum Offer Price of HK\$3.06 per Offer Share together with brokerage of 1%, SFC transaction levy of 0.0027%, AFRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.00565%, subject to refund if the Offer Price as finally determined is less than HK\$3.06 per Offer Share (subject to application channels). Prospective investors should be aware that the Offer Price to be determined on the Price Determination Date may be, but is not expected to be, lower than the Offer Price Range stated in the Prospectus.

EXPECTED TIMETABLE

Hong Kong Public Offer and Lesso Preferential

Offering commences 9:00 a.m. on Monday,
20 May, 2024

Latest time for completing electronic applications under the

(i) **HK eIPO White Form** service; and (ii) **HK eIPO Blue Form**
service through one of the below ways:

(1) (i) in the **IPO App** (which can be downloaded by searching “**IPO App**” in App Store or Google Play or downloaded at www.hkeipo.hk/IPOApp or www.tricorglobal.com/IPOApp) (applicable for applying via the **HK eIPO White Form** service only)

(2) (i) and (ii) at designated website www.hkeipo.hk 11:30 a.m. on Thursday,
23 May, 2024

Application lists of the Hong Kong Public Offer open. 11:45 a.m. on Thursday,
23 May, 2024

Latest time for (a) completing payment of **HK eIPO White Form** and **HK eIPO Blue Form** applications by effecting internet banking transfer(s) or PPS payment transfer(s) and (b) giving

electronic application instructions to HKSCC 12:00 noon on Thursday,
23 May, 2024

If you are instructing your broker or custodian who is a HKSCC Participant to give electronic application instructions via HKSCC’s FINI system to apply for the Hong Kong Offer Shares on your behalf, you are advised to contact your broker or custodian for the latest time for giving such instructions which may be different from the latest time as stated above.

Application lists of the Hong Kong Public Offer close 12:00 noon on Thursday,
23 May, 2024

Expected Price Determination Date on or before 12: 00 noon on Friday,
24 May, 2024

Announcement of the Offer Price, the level of indications of interest
in the International Placing, the level of applications in the Hong Kong
Public Offer and the Lesso Preferential Offering and the basis of allocation
of the Hong Kong Offer Shares and the Lesso Reserved Shares under
the Hong Kong Public Offer and the Lesso Preferential Offering to be
published on the websites of the Stock Exchange at
www.hkexnews.hk and our Company at
www.edayun.cn on or before 11:00 p.m. Monday, 27 May, 2024

Results of allocations in the Hong Kong Public Offer and
the Lesso Preferential Offering to be available through a variety of
channels, including:

- in the announcement to be posted on our Company’s
website at www.edayun.cn and the Stock
Exchange’s website at www.hkexnews.hk by no later
than 11:00 p.m. on Monday,
27 May, 2024
- from the “IPO Results” function in the **IPO App** or
designated results of allocations website at
www.tricor.com.hk/ipo/result or
www.hkeipo.hk/IPOResult with
a “search by ID” function
on a 24-hour basis from 11:00 p.m. on Monday,
27 May, 2024 to 12:00 midnight
on Sunday, 2 June, 2024
- from the allocation results telephone enquiry line by
calling +852 3691 8488 between 9:00 a.m. and 6:00 p.m.
from Tuesday, 28 May, 2024 to
Friday, 31 May, 2024

Dispatch of Share certificates or deposit of the Share certificates
into CCASS in respect of wholly or partially successful
applications pursuant to the Hong Kong Public Offer and the
Lesso Preferential Offering on or before Monday, 27 May, 2024

Despatch of **HK eIPO White Form** and **HK eIPO Blue Form**

e-Auto Refund payment instructions/refund checks in respect of wholly or partially unsuccessful applications pursuant to the

Hong Kong Public Offer and the Lesso Preferential

Offering on or before. Tuesday, 28 May, 2024

Dealings in Shares on the Stock Exchange expected to

commence at 9:00 a.m. on Tuesday, 28 May, 2024

SETTLEMENT

Subject to the granting of the listing of, and permission to deal in, the Shares on the Stock Exchange and compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the Listing Date or on any other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second settlement day after any trading day. All necessary arrangements have been made for the Shares to be admitted into CCASS. All activities under CCASS are subject to the General Rules of HKSCC and HKSCC Operational Procedures in effect from time to time. Investors should seek the advice of their stockbroker or other professional adviser for details of those settlement arrangements and how such arrangements will affect their rights and interests.

ELECTRONIC APPLICATION CHANNELS

A. Application for Hong Kong Offer Shares

HK eIPO White Form service

You may submit your application through the **HK eIPO White Form** service in the **IPO App** (which can be downloaded by searching “**IPO App**” in App Store or Google Play or downloaded at www.hkeipo.hk/IPOApp or www.tricorglobal.com/IPOApp) or on the designated website at www.hkeipo.hk from 9:00 a.m. on Monday, 20 May 2024 until 11:30 a.m. on Thursday, 23 May 2024 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Thursday, 23 May 2024.

HKSCC EIPO channel

Your broker or custodian who is a HKSCC Participant can submit an EIPO application on your behalf through HKSCC's FINI system in accordance with your instructions. You are advised to contact your broker or custodian for the latest time for giving such instructions, as this may vary by broker or custodian.

B. Application for Lesso Reserved Shares

HK eIPO Blue Form service

You may submit your application through the **HK eIPO Blue Form** service on the designated website at www.hkeipo.hk (24 hours daily, except on the last application day) from 9:00 a.m. on Monday, 20 May 2024 until 11:30 a.m. on Thursday, 23 May 2024 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Thursday, 23 May 2024 or such later time as set out in "How To Apply For Hong Kong Offer Shares and Lesso Reserved Shares" in the Prospectus.

The application monies (including brokerage, SFC transaction levy, AFRC transaction levy and Stock Exchange trading fee) will be held by the receiving bank on behalf of the Company and the refund monies, if any, will be returned to you without interest on Tuesday, 28 May 2024.

Please refer to "Structure and Conditions of the Global Offering" and "How to Apply for Hong Kong Offer Shares and Lesso Reserved Shares" in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offer and the Lesso Preferential Offering.

Application for the Hong Kong Offer Shares and the Lesso Reserved Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, the IPO App (applicable for applying for Hong Kong Offer Shares via the HK eIPO White Form service only) and on the designated website (www.hkeipo.hk) for the HK eIPO White Form service and HK eIPO Blue Form service.

PUBLICATION OF RESULTS

The Company expects to announce the final Offer Price, the level of indications of interest in the International Placing, the level of applications in the Hong Kong Public Offer and the Lesso Preferential Offering and the basis of allocations of the Hong Kong Offer Shares and the Lesso Reserved Shares on the Stock Exchange's website at www.hkexnews.hk and our website at www.edayun.cn by no later than 11:00 p.m. on Monday, 27 May 2024 (Hong Kong time).

The results of allocations and the identification document numbers of successful applicants under the Hong Kong Public Offer and the Lesso Preferential Offering will be available through a variety of channels at the times and dates and in the manner specified in “How to Apply for Hong Kong Offer Shares and Lesso Reserved Shares — C. Publication of Results” in the Prospectus.

If the Offer Price as finally determined is less than the maximum Offer Price of HK\$3.06 per Offer Share, the respective difference, together with the related brokerage, SFC transaction levy, the Stock Exchange trading fee and AFRC transaction levy to the surplus application monies, will be refunded (subject to application channels), without interest.

The e-Auto Refund payment instructions/refund checks will be issued in respect of wholly or partially unsuccessful applications and in respect of successful applications in the event that the final Offer Price is less than the initial price per Offer Share payable on application. The dispatch of **HK eIPO White Form** e-Auto Refund payment instructions/refund checks in respect of wholly successful applications (in the event that the final Offer Price is less than initial price per Hong Kong Offer Share payable on application) or wholly or partially unsuccessful applications pursuant to the Hong Kong Public Offer will be made on or before Tuesday, 28 May 2024.

No temporary documents of title will be issued in respect of the Shares and no receipt will be issued for sums paid on application. Share certificates will only become valid evidence of title at 8:00 a.m. on Tuesday, 28 May 2024 (Hong Kong time), provided that the Global Offering has become unconditional and the right of termination described in “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offer — Grounds for termination” in the Prospectus has not been exercised.

Investors who trade Shares on the basis of publicly available allocation details or prior to the receipt of the Share certificates or prior to the Share certificates becoming valid do so entirely at their own risk.

DEALING

Assuming the Global Offering becomes unconditional at or before 8:00 a.m. on Tuesday, 28 May 2024 (Hong Kong time), dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Tuesday, 28 May 2024 (Hong Kong time). The Shares will be traded in board lots of 1,000 Shares each. The stock code of the Shares is 2505.

This announcement is available for viewing on the website of the Company at www.edayun.cn and the website of the Stock Exchange at www.hkexnews.hk.

By order of the Board
EDA Group Holdings Limited
Mr. LIU Yong
Executive Director and Chairman of the Board

Hong Kong, 20 May 2024

Directors of the Company named in the application to which this announcement relates are: (i) Mr. LIU Yong, Ms. LI Qin and Mr. CHEUNG Man Yu as executive directors; (ii) Mr. ZUO Manlun and Mr. LUO Jianfeng as non-executive directors; and (iii) Mr. CHAN Kwok Cheung Kevin, Mr. NG Cheuk Him and Mr. WONG Ping Yee Natalis as independent non-executive directors.

* *For identification purpose only*