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Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the prospectus dated October 31, 2024 (the “**Prospectus**”) issued by AuGroup (SHENZHEN) Cross-Border Business Co., Ltd. (傲基(深圳)跨境商務股份有限公司) (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 and the Global Offering described below before deciding whether or not to invest in the Offer Shares. Any investment decision in relation to the Offer Shares should be taken solely in reliance on the information provided in the Prospectus.

This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not, and is not intended to, constitute or form a part of any offer to sell or solicitation to purchase or subscribe for any securities in the United States or in any other jurisdiction. The Offer Shares have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the “**U.S. Securities Act**”) or securities law of any state or other jurisdiction of the United States and may not be offered, sold, pledged or otherwise transferred within the United States, except pursuant to an available exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and in compliance with any applicable state securities laws. There will be no public offer of the Offer Shares in the United States. The Offer Shares are being offered and sold solely outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act.

In connection with the Global Offering, Huatai Financial Holdings (Hong Kong) Limited acts as the Sole Sponsor and the Sponsor-overall Coordinator; and CLSA Limited and DBS Asia Capital Limited act as the Overall Coordinators.

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 Overall Coordinators (for themselves 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 Offering – Grounds for Termination” in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date.

AuGroup (SHENZHEN) Cross-Border Business Co., Ltd.

傲基(深圳)跨境商務股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

GLOBAL OFFERING

- Number of Offer Shares under the Global Offering** : 29,894,700 H Shares (subject to the Offer Size Adjustment Option and the Over-allotment Option)
- Number of Hong Kong Offer Shares** : 2,989,500 H Shares (subject to reallocation and the Offer Size Adjustment Option)
- Number of International Offer Shares** : 26,905,200 H Shares (subject to reallocation, the Offer Size Adjustment Option and the Over-allotment Option)
- Offer Price** : Not more than HK\$15.60 per H Share, plus brokerage of 1.0%, SFC transaction levy of 0.0027%, AFRC transaction levy of 0.00015%, and Hong Kong Stock Exchange trading fee of 0.00565% (payable in full on application in Hong Kong dollars and subject to refund)
- Nominal value** : RMB1.00 per H Share
- Stock code** : 02519

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



*Overall Coordinators, Joint Global Coordinators, Joint Bookrunners
and Joint Lead Managers*



Joint Bookrunner and Joint Lead Manager



**IMPORTANT NOTICE TO INVESTORS:
FULLY ELECTRONIC APPLICATION PROCESS**

We have adopted a fully electronic application process for the Hong Kong Public Offering. We will not provide printed copies of this prospectus to the public in relation to the Hong Kong Public Offering.

This prospectus is available at the website of the Hong Kong Stock Exchange at www.hkexnews.hk under the “*HKEXnews > New Listings > New Listing Information*” section, and our website at <http://www.augroup.com>. If you require a printed copy of this 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 | www.hkeipo.hk | Investors who would like to receive a physical H Share certificate. Hong Kong Offer Shares successfully applied for will be allotted and issued in your own name. | From 9:00 a.m. on Thursday, October 31, 2024 to 11:30 a.m. on Tuesday, November 5, 2024, Hong Kong time. The latest time for completing full payment of application monies will be 12:00 noon on Tuesday, November 5, 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 H 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. |

We 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 this prospectus are identical to the printed document as registered with the Registrar of Companies in Hong Kong pursuant to Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance.

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

Please refer to the section headed “How to apply for Hong Kong Offer Shares” for further details of 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 300 Hong Kong Offer Shares and in one of the numbers set out in the table. 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 H 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 prefund your application based on the amount specified by your broker or custodian, as determined based on the applicable laws and regulations in Hong Kong.

| <u>No. of Hong Kong Offer Shares applied for</u> | <u>Maximum Amount payable⁽²⁾ on application/successful allotment</u> | <u>No. of Hong Kong Offer Shares applied for</u> | <u>Maximum Amount payable⁽²⁾ on application/successful allotment</u> | <u>No. of Hong Kong Offer Shares applied for</u> | <u>Maximum Amount payable⁽²⁾ on application/successful allotment</u> | <u>No. of Hong Kong Offer Shares applied for</u> | <u>Maximum Amount payable⁽²⁾ on application/successful allotment</u> |
|--|---|--|---|--|---|--|---|
| | <i>HK\$</i> | | <i>HK\$</i> | | <i>HK\$</i> | | <i>HK\$</i> |
| 300 | 4,727.20 | 4,500 | 70,907.98 | 60,000 | 945,439.55 | 750,000 | 11,817,994.50 |
| 600 | 9,454.39 | 6,000 | 94,543.96 | 75,000 | 1,181,799.46 | 900,000 | 14,181,593.40 |
| 900 | 14,181.59 | 7,500 | 118,179.95 | 90,000 | 1,418,159.35 | 1,050,000 | 16,545,192.30 |
| 1,200 | 18,908.80 | 9,000 | 141,815.93 | 105,000 | 1,654,519.24 | 1,200,000 | 18,908,791.20 |
| 1,500 | 23,635.99 | 10,500 | 165,451.92 | 120,000 | 1,890,879.12 | 1,350,000 | 21,272,390.10 |
| 1,800 | 28,363.19 | 12,000 | 189,087.91 | 135,000 | 2,127,239.01 | 1,494,600 ⁽¹⁾ | 23,550,899.44 |
| 2,100 | 33,090.38 | 13,500 | 212,723.91 | 150,000 | 2,363,598.90 | | |
| 2,400 | 37,817.59 | 15,000 | 236,359.89 | 300,000 | 4,727,197.80 | | |
| 2,700 | 42,544.78 | 30,000 | 472,719.78 | 450,000 | 7,090,796.70 | | |
| 3,000 | 47,271.97 | 45,000 | 709,079.66 | 600,000 | 9,454,395.60 | | |

Notes:

- (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, the SFC transaction levy, the Stock Exchange trading fee and the 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 **HK eIPO White Form** service), 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 Hong Kong Offer Shares will be considered and any such application is liable to be rejected.

THE LISTING APPLICATION

The Sole Sponsor has applied on behalf of the Company to the Stock Exchange for the granting of the listing of, and permission to deal in, the H Shares to be issued by the Company pursuant to the Global Offering and the H Shares to be converted from the Unlisted Shares.

STRUCTURE OF THE GLOBAL OFFERING

The Global Offering comprises:

- (a) the Hong Kong Public Offering of initially 2,989,500 Offer Shares (subject to reallocation and the Offer Size Adjustment Option) in Hong Kong set out in the section headed “STRUCTURE OF THE GLOBAL OFFERING – THE HONG KONG PUBLIC OFFERING” in the Prospectus; and
- (b) the International Offering of an aggregate of 26,905,200 Offer Shares (subject to reallocation, the Offer Size Adjustment Option and the Over-allotment Option) outside the United States in offshore transactions in reliance on Regulation S.

The allocation of the H Shares between the Hong Kong Public Offering and the International Offering will be subject to reallocation as described in the section headed “Structure of the Global Offering” in the Prospectus.

In particular, subject to the requirements under Practice Note 18 of the Listing Rules and Chapter 4.14 of the Guide for New Listing Applicants issued by the Stock Exchange, the Overall Coordinators (for themselves and on behalf of the Underwriters) may, at their sole discretion, reallocate Offer Shares from the International Offering to the Hong Kong Public Offering to satisfy valid applications under the Hong Kong Public Offering. 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 the clawback mechanism as described in the section headed “Structure of the Global Offering – The Hong Kong Public Offering – Reallocation and clawback” in the Prospectus, the maximum total number of Offer Shares that may be reallocated to the Hong Kong Public Offering will be 2,989,500 Offer Shares (representing approximately 10.0% of the number of the Offer Shares being offered initially under the Global Offering), so that the total number of Offer Shares for subscription under the Hong Kong Public Offering will increase up to 5,979,000 H Shares, representing two times the number of Hong Kong Offer Shares initially available under the Hong Kong Public Offering assuming the Offer Size Adjustment Option is not exercised (before any exercise of the Over-allotment Option, and the the final Offer Price shall be fixed at the bottom end of the indicative Offer Price range (i.e. HK\$14.56 per Offer Share) as stated in the Prospectus.

PRICING

The Offer Price will be not more than HK\$15.60 per H Share and is currently expected to be not less than HK\$14.56 per Offer Share, unless otherwise announced. Applicants under the Hong Kong Public Offering may be required to pay, on application (subject to application channels), the maximum Offer Price of HK\$15.60 per H Share, plus 1.0% brokerage, 0.0027% SFC transaction levy, 0.00015% AFRC transaction levy and 0.00565% Stock Exchange trading fee subject to refund (subject to application channels) if the Offer Price as finally determined is less than HK\$15.60 per Offer Share. Further details are set out in the section headed “How to Apply for Hong Kong Offer Shares” in the Prospectus.

EXPECTED TIMETABLE

If there is any change in the following expected timetable⁽¹⁾ of the Hong Kong Public Offering, we will issue an announcement in Hong Kong to be published on the Company's website at <http://www.augroup.com> and the website of the Stock Exchange at www.hkexnews.hk.

Hong Kong Public Offering commences9:00 a.m. on
Thursday, October 31, 2024

Latest time to complete electronic applications under the
HK eIPO White Form service through
the designated website at www.hkeipo.hk11:30 a.m. on
Tuesday, November 5, 2024

Application lists open11:45 a.m. on
Tuesday, November 5, 2024

Latest time for completing payment of **HK eIPO White Form**
applications by effecting internet banking transfers(s) or
PPS payment transfer(s) and giving **electronic**
application instructions to HKSCC 12:00 noon on
Tuesday, November 5, 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 close 12:00 noon on
Tuesday, November 5, 2024

Expected Price Determination Date Wednesday, November 6, 2024

Announcement of the Offer Price, the level of indications of interest
in the International Offering, the level of applications in the
Hong Kong Public Offering and the basis of allocation of the
Hong Kong Public Offering to be published and on the website of the
Stock Exchange at www.hkexnews.hk and the Company's website at
<https://www.aukeys.com> at or before11:00 p.m. on
Thursday, November 7, 2024

The results of allocations in the Hong Kong Public Offering (with successful applicants' identification document numbers, where appropriate) to be available through a variety of channels, including:

- in the announcement to be posted on our website and the website of the Stock Exchange at <https://www.aukeys.com> and www.hkexnews.hk respectively at or before 11:00 p.m. on Thursday, November 7, 2024
- from the "Allotment Results" page at www.hkeipo.hk/IPOResult (or www.tricor.com.hk/ipo/result) 11:00 p.m. on Thursday, November 7, 2024 to 12:00 midnight on Wednesday, November 13, 2024
- from the allocation results telephone enquiry line by calling +852 3691 8488 between 9:00 a.m. and 6:00 p.m. from Friday, November 8, 2024 to Wednesday, November 13, 2024 (excluding Saturday, Sunday and public holiday in Hong Kong)

For those applying through HKSCC EIPO channel, you may also check with your broker or custodian from 6:00 p.m. on Wednesday, November 6, 2024

H Share certificates in respect of wholly or partially successful applications to be dispatched or deposited into CCASS on or before Thursday, November 7, 2024

HK eIPO White Form e-Auto Refund payment instructions/refund checks in respect of wholly or partially successful applications if the final Offer Price is less than the maximum Offer Price per Offer Share initially paid on application (if applicable) or wholly or partially unsuccessful applications to be dispatched on or before Friday, November 8, 2024

Dealings in the H Shares on the Hong Kong Stock Exchange expected to commence at 9:00 a.m. on Friday, November 8, 2024

The application for the Hong Kong Offer Shares will commence on Thursday, October 31, 2024 through Tuesday, November 5, 2024. Investors should be aware that the dealings in Shares on the Stock Exchange are expected to commence on Friday, November 8, 2024.

Notes:

(1) Unless otherwise stated, all times and dates refer to Hong Kong local times and dates.

SETTLEMENT

Subject to the granting of the listing of, and permission to deal in, the H Shares on the Stock Exchange and compliance with the stock admission requirements of HKSCC, the H Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the H Shares on the Stock Exchange or any other date HKSCC chooses. Settlement of transactions between participants of the Stock Exchange (as defined in the Listing Rules) is required to take place in CCASS on the second settlement day after any trading day. 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 advisers for details of the settlement arrangements as such arrangements may affect their rights and interests.

ELECTRONIC APPLICATION CHANNELS

The Hong Kong Public Offering period will begin at 9:00 a.m. on Thursday, October 31, 2024 and end at 12:00 noon on Tuesday, November 5, 2024 (Hong Kong time).

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

| <u>Application Channel</u> | <u>Platform</u> | <u>Target Investors</u> | <u>Application Time</u> |
|-----------------------------------|--|---|--|
| HK eIPO White Form service | www.hkeipo.hk | Investors who would like to receive a physical H Share certificate. Hong Kong Offer Shares successfully applied for will be allotted and issued in your own name. | From 9:00 a.m. on Thursday, October 31, 2024 to 11:30 a.m. on Tuesday, November 5, 2024, Hong Kong time. The latest time for completing full payment of application monies will be 12:00 noon on Tuesday, November 5, 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 H 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 **HK eIPO White Form** service and the **HKSCC EIPO** channel are facilities subject to capacity limitations and potential service interruptions and you are advised not to wait until the last day of the application period to apply for Hong Kong Offer Shares.

PUBLICATION OF RESULTS

The Company expects to announce the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocations of Hong Kong Offer Shares on the Stock Exchange's website at www.hkexnews.hk and the Company's website at <http://www.augroup.com> by no later than 11:00 p.m. on Thursday, November 7, 2024 (Hong Kong time).

The results of allocations under the Hong Kong Public Offering and the identification document numbers of successful applicants under the Hong Kong Public Offering will be available through a variety of channels at the times and dates and in the manner specified in the section headed "How to Apply for Hong Kong Offer Shares – B. Publication of Results" in the Prospectus.

If an application is rejected, not accepted or accepted in part only, or if the conditions of the Global Offering as set out in the section headed "Structure of the Global Offering – Conditions of the Global Offering" in the Prospectus are not fulfilled or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy, the Stock Exchange trading fee and AFRC transaction levy, will be refunded (subject to application channels), without interest.

No temporary documents of title will be issued in respect of the H Shares. No receipt will be issued for sums paid on application. H Share certificates are expected to be issued on Thursday, November 7, 2024 but will only become valid evidence of title at 8:00 a.m. on Friday, November 8, 2024 (Hong Kong time), provided that the Global Offering has become unconditional and the right of termination described in the section headed "Underwriting – Underwriting Arrangements and Expenses – Hong Kong Public Offering – Grounds for Termination" in the Prospectus has not been exercised. Investors who trade H Shares prior to the receipt of H Share certificates or the H Share certificates becoming valid do so entirely at their own risk.

DEALING

Assuming that the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Friday, November 8, 2024 (Hong Kong time), it is expected that dealings in the H Shares on the Stock Exchange will commence at 9:00 a.m. on Friday, November 8, 2024 (Hong Kong time).

The H Shares will be traded in board lots of 300 H Shares each and the stock code of the H Shares will be 2519.

This announcement is available for viewing on the website of the Company at <http://www.augroup.com> and the website of the Stock Exchange at www.hkexnews.hk.

By order of the Board
AuGroup (SHENZHEN) Cross-Border Business Co., Ltd.
Mr. Lu Haizhuan
*Chairperson, Executive Director and
Chief Executive Officer*

Hong Kong, October 31, 2024

Directors of the Company named in the application to which this announcement relates are: (i) Mr. Lu Haizhuan, Mr. Ze Kuaiyue and Ms. Zhuang Liyan as executive Directors; (ii) Ms. Zou Jiajia, Mr. Jin Hao and Mr. Lu Songdu as non-executive Directors; and (iii) Ms. Meng Rongfang, Mr. Xu Jinke and Mr. Chen Xiaohuan as independent non-executive Directors.