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SuperRobotics Holdings Limited

超人智能控股有限公司

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

(Stock Code: 8176)

COMPLETION OF THE DEBT CAPITALISATION

Reference is made to the announcement of SuperRobotics Holdings Limited (the “**Company**”) dated 9 May 2023 (the “**Announcement**”) in relation to, among other things, the Debt Capitalisation. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as defined in the Announcement.

COMPLETION OF THE DEBT CAPITALISATION

The Board is pleased to announce that all the conditions under the Settlement Deeds have been fulfilled and completion of the Debt Capitalisation has taken place on 23 May 2023. Pursuant to the terms of the Settlement Deeds, an aggregate of 101,243,933 Settlement Shares were allotted and issued to the Creditors under the General Mandate at the issue price of HK\$0.23 per Settlement Share to partially settle the principal amount under Loan A in the amount of HK\$2,592,844.28 and fully settle Loan B in the amount of HK\$20,693,260.

Following the completion of the Debt Capitalisation, (i) the obligations and liabilities on the part of the Company under Loan A has been reduced from the principal amount of HK\$6,000,000 to HK\$3,407,155.72, for which interest shall continue to accrue on the reduced principal amount at a rate of 5% per annum and the outstanding sum under Loan A (including all interest accrued thereon) shall be repayable in full on or before 26 March 2025; and (ii) the obligations and liabilities on the part of China SuperRobotics under Loan B (including all interests accrued thereon) have been fully released and discharged.

SHAREHOLDING STRUCTURE OF THE COMPANY BEFORE AND FOLLOWING COMPLETION OF THE DEBT CAPITALISATION

The shareholding structure of the Company immediately before and following completion of the Debt Capitalisation and issue of the Settlement Shares is as follows:

Shareholders	Immediately before completion of the Debt Capitalisation and issue of the Settlement Shares		Immediately after completion of the Debt Capitalisation and issue of the Settlement Shares	
	<i>Shares in the Company</i>	<i>Approximately %</i>	<i>Shares in the Company</i>	<i>Approximately %</i>
Non-public Shareholders				
Tai Dong New Energy Holding Limited ⁽¹⁾	151,425,197	29.91%	151,425,197	24.93%
Hong Kong Bridge Investments Limited ⁽²⁾	41,666,666	8.23%	41,666,666	6.86%
HK Bridge Absolute Return Fund, L.P. ⁽²⁾	64,148,063	12.67%	64,148,063	10.56%
On Top Global Limited ⁽²⁾	24,397,946	4.82%	24,397,946	4.02%
KE10MA Holdings Inc.	29,286,971	5.79%	29,286,971	4.82%
Greater Harmony Limited	30,000,000	5.93%	30,000,000	4.94%
Mr. Huang Jianhang	—	—	89,970,697	14.81%
Public Shareholders				
Mr. Yeung Kim Wai, Tony	—	—	11,273,236	1.86%
Other Public Shareholders	165,294,823	32.65%	165,294,823	27.21%
Total	506,219,666	100.00%	607,463,599	100.00%

Notes:

- Mr. Su Zhituan, the former executive Director of our Company and former chairman of the Board, is the ultimate beneficial owner of Tai Dong New Energy Holding Limited, and therefore deemed to be interested in the 151,425,197 Shares held by Tai Dong New Energy Holding Limited.

2. Renco Holdings Group Limited (“**Renco Holdings**”), is deemed to be interested in 130,212,675 Shares, being the aggregate of the 41,666,666 Shares of Hong Kong Bridge Investments Limited (its wholly owned subsidiary), 64,148,063 Shares of HKBridge Absolute Return Fund, L.P. (a Cayman Islands exempted limited partnership, the general partner of which is HK Bridge (Cayman) GP2 Limited, a Cayman Islands company indirectly owned by Renco Holdings) and 24,397,946 Shares of On Top Global Limited (a wholly owned subsidiary of Hong Kong Bridge High-Tech Investment Fund L.P., the general partner of which is Hong Kong Bridge High-Tech Investment G.P. Limited, a Cayman Islands company indirectly owned by Renco Holdings).

By order of the board of directors of
SuperRobotics Holdings Limited
Fan Yu
Executive Director and Chairman

Hong Kong, 23 May 2023

As at the date of this announcement, the Board comprises two executive Director, namely Mr. Fan Yu (Chairman) and Ms. Qiu Xueyuen; and three independent non-executive Directors, namely Ms. Han Xiao, Mr. Tam B Ray, Billy and Ms. Zhao Yang.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the website of The Stock Exchange of Hong Kong Limited at <http://www.hkexnews.hk> for a minimum period of 7 days from the date of its publication and on the Company’s website at <http://www.superrobotics.com.hk>