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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)**

**PROPOSED AMENDMENTS TO THE BYE-LAWS  
AND ADOPTION OF THE NEW BYE-LAWS**

This announcement is made by SuperRobotics Holdings Limited (the “**Company**”) pursuant to Rule 17.50(1) of the GEM Listing Rules.

On 1 January 2022, the GEM Listing Rules were amended by, among others, adopting a uniform set of core shareholder protection standards (“**Core Standards**”) as set out in Appendix 3 to the GEM Listing Rules for issuers regardless of their place of incorporation. In this connection, the Board proposes that certain amendments to the Existing Bye-laws be made to (i) bring the Existing Bye-laws in conformity with the Core Standards; (ii) bring the Existing Bye-laws in line with other requirements of the GEM Listing Rules and applicable laws of Bermuda; and (iii) incorporate certain consequential and house-keeping amendments.

In view of the number of amendments proposed to be made to the Existing Bye-laws, the Board proposes that the New Bye-laws, incorporating all the Proposed Amendments, be adopted in substitution for and to the exclusion of the Existing Bye-laws. Subject to the approval of Shareholders by way of a special resolution at the AGM, the New Bye-laws will take effect from the conclusion of the AGM.

A circular of the AGM containing, among other matters, details of the Proposed Amendments and the adoption of the New Bye-laws together with a notice of the AGM will be despatched to the Shareholders in due course.

As no Shareholders have a material interest in the Proposed Amendments and the adoption of the New Bye-laws, no Shareholders will be required to abstain from voting on the resolutions to approve the Proposed Amendments and the adoption of the New Bye-laws.

## DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions have the following meanings when used herein:

“AGM”	the annual general meeting of the Company to be convened on 30 June 2023 at 11:00 a.m.
“Board”	the board of Directors
“Company”	SuperRobotics Holdings Limited (超人智能控股有限公司), a company incorporated in the Cayman Islands and continued in Bermuda with limited liability, whose Shares are listed on GEM (Stock Code: 8176)
“Director(s)”	the director(s) of the Company for the time being
“Existing Bye-law(s)”	the bye-laws of the Company currently in force
“GEM”	GEM operated by the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“New Bye-laws”	the new Bye-laws incorporating the Proposed Amendments, subject to the approval of Shareholders, to be adopted at the AGM
“Proposed Amendments”	the proposed amendments to the Existing Bye-laws, details of which will be set out in the circular of the AGM
“Share(s)”	ordinary share(s) of HK\$0.10 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

By Order of the Board  
**SuperRobotics Holdings Limited**  
**Mr. Fan Yu**  
*Chairman and Executive Director*

Hong Kong, 29 May 2023

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