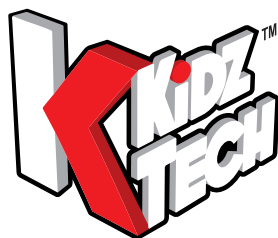


*Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the prospectus dated 28 February 2020 (the “Prospectus”) issued by Kidztech Holdings Limited (the “Company”). Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and Hong Kong Securities Clearing Company Limited 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.*

*This announcement is made pursuant to section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571Q of the Laws of Hong Kong).*

*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 securities. 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.*

*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 constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended from time to time (the “U.S. Securities Act”). The securities may not be offered or sold in the United States except pursuant to registration or an exemption from the registration requirements of the U.S. Securities Act. There will be no public offer of securities in the United States.*



**Kidztech Holdings Limited**

**奇士達控股有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 6918)**

**PARTIAL EXERCISE OF THE OVER-ALLOTMENT OPTION,  
STABILISING ACTIONS AND END OF STABILISATION PERIOD**

## **PARTIAL EXERCISE OF THE OVER-ALLOTMENT OPTION**

The Company announces that the Over-allotment Option has been partially exercised by the Sole Global Coordinator (for itself and on behalf of the International Underwriters) on 3 April 2020 in respect of an aggregate of 886,000 additional Shares, representing approximately 1.0% of the total number of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option. The Over-allotment Shares will be issued and allotted by the Company at HK\$1.38 per Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%), being the Offer Price per Share under the Global Offering.

## **STABILISATION ACTIONS AND END OF STABILISATION PERIOD**

The Company announces that the stabilisation period in connection with the Global Offering ended on Friday, 3 April 2020, being the 30th day after the last day for lodging of applications under the Hong Kong Public Offering.

The stabilising actions undertaken by the Stabilising Manager, or any person acting for it during the stabilisation period are set out below:

- (a) over-allocation of an aggregate of 13,260,000 Offer Shares in the International Offering, representing 15% of the total number of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option;
- (b) borrowing of an aggregate of 13,260,000 Shares by the Stabilising Manager from Top Synergy, one of the Controlling Shareholders, pursuant to the Stock Borrowing Agreement to cover over-allocation in the International Offering;
- (c) successive purchases of an aggregate of 12,374,000 Shares in the price ranges of HK\$0.83 to HK\$1.10 per Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%) on the market during the stabilisation period, representing approximately 14.0% of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option. The last purchase made by the Stabilising Manager or its agent on the market during the course of the stabilisation period was on 31 March 2020 at the price of HK\$0.90 per Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%);
- (d) the partial exercise of the Over-allotment Option by the Sole Global Coordinator (for itself and on behalf of the International Underwriters) on 3 April 2020, in respect of an aggregate of 886,000 additional Shares, representing approximately 1.0% of the total number of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option, at the Offer Price per Share; and

(e) the portion of the Over-allotment Option which has not been exercised by the Sole Global Coordinator (for itself and on behalf of the International Underwriters) lapsed on 3 April 2020.

## **PARTIAL EXERCISE OF THE OVER-ALLOTMENT OPTION**

The Company announces that the Over-allotment Option has been partially exercised by the Sole Global Coordinator (for itself and on behalf of the International Underwriters) on 3 April 2020 in respect of an aggregate of 886,000 additional Shares (the “Over-allotment Shares”), representing approximately 1.0% of the total number of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option.

The Over-allotment Shares will be issued and allotted by the Company at HK\$1.38 per Share (excluding brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%), being the Offer Price per Share under the Global Offering. The Over-allotment Shares will be issued to Top Synergy for the purpose of returning such shares to Top Synergy on 3 April 2020 pursuant to the Stock Borrowing Agreement.

### **Approval of listing**

Approval for the listing of and permission to deal in the Over-allotment Shares has already been granted by the Listing Committee of the Stock Exchange. Listing of and dealing in such Over-allotment Shares are expected to commence on the Main Board of the Stock Exchange at 9:00 a.m. on 6 April 2020.

## Share capital upon completion of the partial exercise of the Over-allotment Option

The shareholding structure of the Company immediately before and immediately after completion of the partial exercise of the Over-allotment Option is as follows:

Shareholders	Immediately before completion of the partial exercise of the Over-allotment Option		Immediately after completion of the partial exercise of the Over-allotment Option	
	Number of Shares	Approximate percentage of the Company's issued share capital	Number of Shares	Approximate percentage of the Company's issued share capital
Top Synergy Motivational	206,946,667	39.80	206,946,667	39.73
Mathematics	55,333,333	10.64	55,333,333	10.62
Charming Flair	35,966,667	6.92	35,966,667	6.90
Cheerful Highflyer	12,472,133	2.40	12,472,133	2.39
Keen Pacemaker	21,580,000	4.15	21,580,000	4.14
Iconic Builder	17,957,875	3.45	17,957,875	3.45
Youthful Jaguar	16,600,000	3.19	16,600,000	3.19
Top Alliance	14,386,667	2.77	14,386,667	2.76
Courageous Soul	13,501,333	2.60	13,501,333	2.59
Superior Nature	13,058,667	2.51	13,058,667	2.51
Humble Windsurfer	9,689,376	1.86	9,689,376	1.86
Darren Technology	7,467,283	1.44	7,467,283	1.43
Magical Joint	3,873,333	0.74	3,873,333	0.74
Captivating Snow	1,383,333	0.27	1,383,333	0.27
Wondrous Diamond	1,383,333	0.27	1,383,333	0.27
Other public Shareholders	88,400,000	17.00	89,286,000	17.14
<b>Total</b>	<b>520,000,000</b>	<b>100.00</b>	<b>520,886,000</b>	<b>100.00</b>

*Note:* Percentages may not add up to 100% due to rounding.

## Use of proceeds

The additional net proceeds of approximately HK\$1.2 million to be received by the Company from the issue and allotment of the Over-allotment Shares after deducting the underwriting commissions and other estimated expenses in connection with the partial exercise of the Over-allotment Option, will be used by the Company for the purposes as set out in the paragraph headed "Use of proceeds" under the section headed "Future plans and use of proceeds" in the Prospectus.

## **STABILISATION ACTIONS AND END OF STABILISATION PERIOD**

The Company announces that the stabilisation period in connection with the Global Offering ended on Friday, 3 April 2020, being the 30th day after the last day for lodging of applications under the Hong Kong Public Offering.

The stabilising actions undertaken by the Stabilising Manager, or any person acting for it during the stabilisation period are set out below:

- (a) over-allocation of an aggregate of 13,260,000 Offer Shares in the International Offering, representing 15% of the total number of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option;
- (b) borrowing of an aggregate of 13,260,000 Shares by the Stabilising Manager from Top Synergy, one of the Controlling Shareholders, pursuant to the Stock Borrowing Agreement to cover over-allocation in the International Offering;
- (c) successive purchases of an aggregate of 12,374,000 Shares in the price ranges of HK\$0.83 to HK\$1.10 per Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%) on the market during the stabilisation period, representing approximately 14.0% of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option. The last purchase made by the Stabilising Manager or its agent on the market during the course of the stabilisation period was on 31 March 2020 at the price of HK\$0.90 per Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%);
- (d) the partial exercise of the Over-allotment Option by the Sole Global Coordinator (for itself and on behalf of the International Underwriters) on 3 April 2020, in respect of an aggregate of 886,000 additional Shares, representing approximately 1.0% of the total number of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option, at the Offer Price per Share; and
- (e) the portion of the Over-allotment Option which has not been exercised by the Sole Global Coordinator (for itself and on behalf of the International Underwriters) lapsed on 3 April 2020.

## **PUBLIC FLOAT**

The Directors confirm that, immediately after the partial exercise of the Over-allotment Option, the Company continues to comply with the public float requirements under Rule 8.08(1)(a) of the Listing Rules pursuant to which at least 25% of the Company's total number of issued Shares must at all times be held by public.

By order of the Board  
**Kidztech Holdings Limited**  
**Yu Huang**

*Chairman, Chief Executive Officer and executive Director*

Hong Kong, 3 April 2020

*As at the date of this announcement, the Board comprises Mr. Yu Huang, Mr. Pui Lik Leung Kenny, Mr. Ni Yanlong as executive Directors; Ms. Zheng Jingyun as non-executive Director; and Mr. He Weidong, Ms. Liu Man and Ms. Zhao Weiwei as independent non-executive Directors.*