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## **Hi-Level Technology Holdings Limited**

**揚宇科技控股有限公司**

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

**(Stock Code: 8113)**

**DESPATCH OF CIRCULAR IN RELATION TO  
(A) PROPOSED RIGHTS ISSUE  
ON THE BASIS OF ONE (1) RIGHTS SHARE FOR  
EVERY ONE (1) SHARE HELD ON THE RECORD DATE  
ON A NON-UNDERWRITTEN BASIS;  
AND  
(B) APPLICATION FOR WHITEWASH WAIVER**

**Financial adviser to the Rights Issue only and  
Placing Agent to the Rights Issue**



**Independent Financial Adviser to the Independent Board Committee and  
the Independent Shareholders**

**ALTUS CAPITAL LIMITED**

Reference is made to (i) the announcement of Hi-Level Technology Holdings Limited (the “**Company**”) dated 8 June 2023 in relation to, among other things, the Rights Issue, the Placing Agreement and the Whitewash Waiver (the “**Announcement**”); and (ii) the announcement dated 29 June 2023 in relation to, among other things, the delay in despatch of the Circular. Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

## **DESPATCH OF CIRCULAR**

The Board is pleased to announce that the Circular containing, among other things, (i) further details of the Rights Issue, the Placing Agreement and the Whitewash Waiver; (ii) the letter of recommendation from the Independent Board Committee in respect of the Rights Issue, the Placing Agreement and Whitewash Waiver; (iii) the letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders in respect of the Rights Issue, the Placing Agreement and the Whitewash Waiver; (iv) the notice convening the EGM; and (v) other disclosure requirements under the GEM Listing Rules and the Takeovers Code, has been despatched to all Shareholders on Monday, 3 July 2023.

Shareholders are advised to read the Circular carefully, and in particular (without limitation to) the recommendation from the Independent Board Committee to the Independent Shareholders and the letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders contained in the Circular. Details of the EGM are set out in the notice of the EGM contained in the Circular.

## **WARNING OF THE RISKS OF DEALING IN THE SHARES AND/OR RIGHTS SHARES IN NIL-PAID FORM**

**The Rights Issue is subject to the fulfilment of conditions including, among other things, the Stock Exchange granting the listing of, and permission to deal in, the Rights Shares in their nil-paid and fully-paid forms, the Executive granting the Whitewash Waiver to SAS Investment and Dr. Yim and the Rights Issue, the Placing Agreement and Whitewash Waiver being approved by the Independent Shareholders at the EGM. Please refer to the paragraphs headed “Proposed Rights Issue – Conditions of the Rights Issue” under the section headed “Letter from the Board” in the Circular. Shareholders and potential investors of the Company should note that if the conditions to the Rights Issue are not satisfied, the Rights Issue will not proceed.**

**The Rights Issue will proceed on a non-underwritten basis irrespective of the level of acceptances of the provisionally allotted Rights Shares.**

**Any dealings in the Shares from the date of the Circular up to the date on which all conditions of the Rights Issue are fulfilled, and any Shareholders dealing in the Rights Shares in nil-paid form will accordingly bear the risk that the Rights Issue may not become unconditional or may not proceed. Any Shareholders or other persons contemplating any dealings in the Shares or Rights Shares in their nil-paid form are recommended to consult their professional advisers.**

**Shareholders and potential investors are reminded to exercise caution when dealing in the securities of the Company.**

By Order of the Board  
**Hi-Level Technology Holdings Limited**  
**Dr. Yim Yuk Lun, Stanley** *BBS JP*  
*Chairman*

Hong Kong, 3 July 2023

*As at the date of this announcement, the Board comprises four executive Directors, namely Dr. Yim Yuk Lun, Stanley BBS JP, Mr. Chang Wei Hua, Mr. Wei Wei and Mr. Tong Sze Chung; one non-executive Director, Mr. Wong Wai Tai and three independent non-executive Directors, namely Mr. Shea Chun Lok, Quadrant, Mr. Fung Cheuk Nang, Clement and Mr. Tsoi Chi Ho, Peter.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with 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 in this announcement misleading.*

*The Directors jointly and severally accept full responsibility for accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*

*This announcement will remain on the “Latest Listed Company Information” page of the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) for at least 7 days from the date of its posting. This announcement will also be posted on the Company’s website at [www.hi-levelhk.com](http://www.hi-levelhk.com).*