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賽伯樂國際控股

**CYBERNAUT INTERNATIONAL HOLDINGS COMPANY LIMITED**

賽伯樂國際控股有限公司

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

**(Stock Code: 1020)**

**INSIDE INFORMATION  
IN RELATION TO BUSINESS UPDATE AND  
POTENTIAL PLACING OF NEW SHARES UNDER GENERAL MANDATE**

This announcement is made by Cybernaut International Holdings Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

The Board is pleased to announce that on 13 July 2023, PTF, a subsidiary of the Company, entered into the memorandum of understanding with Seido Solutions Sdn Bhd (the “**MOU**”) in relation to positioning, timing and navigation applications in the Malaysian market, including but not limited to smart agricultural management, smart roads and Internet of Things, etc. (the “**Proposed Business**”). Seido Solutions Sdn Bhd is a Malaysia-based service provider of integrated energy-saving solutions for homes, businesses, manufacturers and cities in Malaysia.

Pursuant to the MOU, details of the cooperation shall be subject to further negotiations and execution of formal agreements. The MOU does not create legally binding obligations on the parties in relation to the Proposed Business.

**BUSINESS UPDATE**

Recently, the Company has been actively expanding the spatio-temporal AI application market in Southeast Asia, and has carried out local cooperation in Malaysia, Indonesia, Thailand, Cambodia and other ASEAN countries through actively negotiating projects with local enterprises or government departments, including but not limited to smart agriculture, map surveying, slope deformation monitoring, smart transportation, and smart terminals, etc. These projects are expected to gradually make substantial progress in the second half of the year. In the future, the Company will continue to invest more resources in expanding the spatio-temporal AI industry in Southeast Asia. The Company believes that the ASEAN market is the fastest growing region in the field of smart city development in the next five years. In addition, the geographical proximity to China and Hong Kong is beneficial to the Company’s deployment in the region, bringing value and returns to shareholders. Furthermore, the Company is strengthening the cultivation of its in-house R&D team and application scenarios testing, and will set up branches in Southeast Asia in the near future to more effectively manage its business in the region and expand our business footprint.

## Online education subsidiary business

In response to the Educational Regulations and government Measures to Further Reduce the Burden of Homework and After School Tutoring on Students in Compulsory Education in China issued in August 2021, the Company's board (the "**Board**") of directors (the "**Directors**") has decided to make appropriate strategic adjustments to reallocate the resources in the online education business segment to ensure the compliance with the new education policies for the after-school tutoring services to students in PRC by 京師沃學(北京)教育科技有限公司 Capital Wowxue (Beijing) Education Technology Limited (沃學"**Wowxue**"). Wowxue was once operated under the arrangement of the VIE Agreements with 湖州公司 Huzhou Company, the wholly-owned subsidiary of IT online education business of the Company in China was then suspended. In order to resume the segment business in education and related services in China, the Company has undergone different restructuring procedures of Wowxue; and the restructuring process of Wowxue is expected to be completely in this coming quarter of this year and Wowxue will become an indirectly wholly-owned subsidiary of the Company, engaged in the operation of educational and recreational activities and related courses in arts, sports and extracurricular tutoring etc.

## eCommerce subsidiary business

The Group's eCommerce business was adversely affected in revenue in the past, due to various reasons, including the continual absence of flights, health preventive measures etc. in different countries and customer behaviour change on preference of brand new smartphone purchase than the second-handed refurbished ones etc., higher costs for arrangements for containers and unexpected continual shortage for local logistic arrangements for delivery to the overseas customers during the Covid-19 pandemic since 2021. Besides, there are other operational pressure on the business segment due to the additional requirements, e.g. the retention money and return policy changes etc. of the different marketplace platforms, so making the business segment of eCommerce for B2C becomes more drastically difficult in 2022. With its strength achieved in the eCommerce market, the eCommerce subsidiary has shifted to mainly in B2B business in 2023 to reduce any unexpected risks in operation and the segment business of B2B to resellers are affluent since the re-opening of the cross-border trade with China early this year. Management has confidence in the strategic change of the eCommerce business, and it is expected the eCommerce business will resume to normal scale in the second half of 2023.

## POTENTIAL PLACING OF NEW SHARES UNDER GENERAL MANDATE

The Board of directors would like to inform the shareholders of the Company (the "**Shareholders**") and the potential investors of the Company that the Company is in discussions with a placing agent to place certain amount of new shares of the Company to independent third parties (the "**Potential Placing**"). The Company intends to issue the new shares under the general mandate granted to the Directors by the Shareholders at the annual general meeting of the Company held on 23 June 2023. The Potential Placing, if materialised, will be used for the investment in high-precision positioning services business and to fund the Company's general working capital.

As at the date of this announcement, no material terms concerning the Potential Placing have been agreed and the Company has not entered into any definitive agreement in relation to the Potential Placing. The Board will make further announcement as and when necessary in compliance with the Listing Rules and applicable laws.

The Potential Placing may or may not materialised. Shareholders and potential investors are reminded to exercise caution when dealing in the securities of the Company.

By Order of the Board of  
**Cybernaut International Holdings Company Limited**  
**Zhu Min**  
*Chairman*

Hong Kong, 13 July 2023

*As at the date of this announcement, the executive Directors are Mr. Zhu Min, Dr. Chen Huabei, Mr. Lu Yongchao and Ms. Yip Sum Yu and the independent non-executive Directors are Mr. Cao Ke, Mr. Tong Yiu On and Mr. Li Yik Sang.*