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**LESSO 联塑**

**CHINA LESSO GROUP HOLDINGS LIMITED**

**中國聯塑集團控股有限公司**

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

**(Stock Code: 2128)**

**UPDATE ON THE PROPOSED SPIN-OFF AND SEPARATE LISTING OF  
EDA GROUP HOLDINGS LIMITED ON THE MAIN BOARD OF  
THE STOCK EXCHANGE OF HONG KONG LIMITED**

**(1) REVISED SIZE OF THE PREFERENTIAL OFFERING; AND  
(2) BASIS OF ASSURED ENTITLEMENT OF  
THE QUALIFYING SHAREHOLDERS IN THE PREFERENTIAL OFFERING**

In relation to the Proposed Spin-off of EDA, the Board announces that the intended size of the Preferential Offering has been revised from approximately 15.0% to 5.0% of the EDA Shares initially being offered under the Global Offering, in the form of Assured Entitlement to the Qualifying Shareholders.

The Board is pleased to announce that the Company has determined the basis of the Assured Entitlement of the Qualifying Shareholders to the Reserved Shares in the Preferential Offering, if and when made. The basis of the Assured Entitlement is one (1) Reserved Share for every integral multiple of 636 Shares held by each of the Qualifying Shareholders on the Record Date, being Monday, 13 May 2024.

**As the size and structure of the Global Offering have not yet been finalised, the basis of the Assured Entitlement of the Qualifying Shareholders to the Reserved Shares in the Preferential Offering as set out in this announcement is subject to change. In the event that there is a change in the basis of the Assured Entitlement of the Qualifying Shareholders to the Reserved Shares in the Preferential Offering, a further announcement will be made by the Company.**

**As the Proposed Listing is conditional upon, among other things, the approval of the Listing Committee, the final decision of the Board and the board of directors and shareholders of EDA, market conditions and other considerations, the Proposed Spin-off may or may not proceed. Shareholders and other investors should be aware that there is no assurance that the Proposed Spin-off will take place or as to when it may take place. If the Proposed Spin-off does not proceed for any reason, the Preferential Offering will not proceed. Shareholders and other investors are reminded to exercise caution when dealing in the securities of the Company. Any person who is in doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional advisers.**

## INTRODUCTION

Reference is made to the Company's announcements dated 26 June 2023, 25 April 2024 and 6 May 2024 regarding the Proposed Spin-off and separate listing of EDA on the Main Board of the Stock Exchange (the "**Announcements**"). Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

## REVISED SIZE OF THE PREFERENTIAL OFFERING

As disclosed in the Announcements, the Company previously announced that it intended that an Assured Entitlement by way of approximately 15.0% of the EDA Shares (assuming that the over-allotment option of the Global Offering is not exercised), will be offered to the Qualifying Shareholders by way of Preferential Offering. As further disclosed in the Announcements, the Preferential Offering had not yet been finalised. It is currently intended that the size of the Preferential Offering will be revised to approximately 5.0% and 5.6% of the EDA Shares being initially available under the Global Offering and the International Placing (assuming that the over-allotment option of the Global Offering is not exercised), respectively. The EDA Shares offered to Qualifying Shareholders under the Assured Entitlement (the "**Reserved Shares**") will be offered out of the EDA Shares being initially offered for subscription and purchase under the International Placing and will not be subject to reallocation between the Hong Kong Public Offering and the International Placing.

The purpose of this section of the announcement is to inform the Shareholders of the change in the size and number of EDA Shares allocated to the Preferential Offering for the purpose of determining the Assured Entitlement. Qualifying Shareholders whose names appeared on the register of members of the Company on the Record Date were entitled to apply for the EDA Shares on an assured basis pursuant to the Preferential Offering.

### **BASIS OF THE ASSURED ENTITLEMENT OF THE QUALIFYING SHAREHOLDERS IN THE PREFERENTIAL OFFERING**

The basis of the Assured Entitlement of the Qualifying Shareholders to the EDA Shares (the "**Reserved Shares**") in the Preferential Offering, has been determined based on their respective shareholdings in the Company on the Record Date.

The basis of the Assured Entitlement is one (1) Reserved Share for every integral multiple of 636 shares of the Company (the "**Shares**") held by each of the Qualifying Shareholders on the Record Date, being Monday, 13 May 2024.

The Qualifying Shareholders should note that their Assured Entitlements to the Reserved Shares may not represent a full board lot of 1,000 EDA Shares. The Reserved Shares allocated to the Qualifying Shareholders will be rounded down to the nearest whole number if required. No odd lot matching services will be provided and dealings in odd lots of the Reserved Shares may be at a price below the prevailing market price for full board lots.

The Assured Entitlements of the Qualifying Shareholders to the Reserved Shares are not transferable. There will be no trading in nil-paid entitlements on the Stock Exchange.

The Qualifying Shareholders may apply for a number of the Reserved Shares which is greater than, equal to or less than their Assured Entitlement or may apply only for excess Reserved Shares under the Preferential Offering.

A valid application for a number of the Reserved Shares which is less than or equal to a Qualifying Shareholder's Assured Entitlement under the Preferential Offering will be accepted in full, subject to the terms and conditions of the Preferential Offering.

Where a Qualifying Shareholder applies for a number of the Reserved Shares which is greater than the Qualifying Shareholder's Assured Entitlement under the Preferential Offering, the relevant Assured Entitlement will be satisfied in full (subject to the terms and conditions as mentioned above), but the excess portion of such application will only be satisfied to the extent that there are sufficient available Reserved Shares not taken up by other Qualifying Shareholders as their Assured Entitlements under the Preferential Offering. Details of how such excess portion will be satisfied will be further described in the prospectus to be published by EDA in relation to the Global Offering (the "**Prospectus**").

The Qualifying Shareholders who hold less than 636 Shares on the Record Date and therefore will not have an Assured Entitlement to the Reserved Shares will still be entitled to participate in the Preferential Offering by applying for excess Reserved Shares only.

Such application will only be satisfied to the extent that there are sufficient available Reserved Shares not taken up by other Qualifying Shareholders as their Assured Entitlements under the Preferential Offering.

If the Preferential Offering proceeds, details of the Preferential Offering, including the terms and conditions for applications (including excess applications) for the Reserved Shares under the Preferential Offering, will be set out in the Prospectus.

### **ADDITIONAL INFORMATION FOR PRC STOCK CONNECT INVESTORS**

As the Shares are eligible securities for southbound trading under the Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect, the Company would like to provide additional information to the investors trading and potential investors who may trade in the Shares through the Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect (the “**PRC Stock Connect Investors**”). Pursuant to Article 23 of the Implementation Rules for Registration, Depository and Clearing Services under the Mainland China-Hong Kong Stock Markets Connect Program (《內地與香港股票市場互聯互通機制登記、存管、結算業務實施細則》), China Securities Depository and Clearing Corporation Limited (中國證券登記結算有限責任公司) does not provide services relating to the subscription of newly issued shares. Accordingly, the PRC Stock Connect Investors cannot participate in the Preferential Offering and will not be able to take up their respective Assured Entitlement to the Reserved Shares under the Preferential Offering through the trading mechanism of Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect.

**As the size and structure of the Global Offering have not yet been finalised, the basis of the Assured Entitlement of the Qualifying Shareholders to the Reserved Shares in the Preferential Offering as set out in this announcement is subject to change. In the event that there is a change in the basis of the Assured Entitlement of the Qualifying Shareholders to the Reserved Shares in the Preferential Offering, a further announcement will be made by the Company.**

Any persons who is in doubt about their position or any action to be taken is recommended to consult his/her/its own professional advisers.

### **GENERAL**

In connection with the Global Offering, the price of the EDA Shares may be stabilised in accordance with the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong). Details of any intended stabilisation and how it will be regulated under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) will be contained in the Prospectus. Further announcement(s) will be made by the Company in relation to the Proposed Spin-off as and when appropriate in accordance with the Listing Rules.

## DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise:

| <b>Terms</b>            | <b>Definition</b>  |
|-------------------------|--|
| “Board”                 | the board of the Company   |
| “Company”               | China Lesso Group Holdings Limited   |
| “EDA”                   | EDA Group Holdings Limited, previously known as EDA Cloud Technology Holdings Limited (易達雲科技控股有限公司)  |
| “International Placing” | the conditional placing of the EDA Shares by the group of international underwriters of EDA outside the United States in offshore transactions in accordance with Regulation S |
| “Listing Rules”         | The Rules Governing the Listing of Securities on the Stock Exchange  |
| “Record Date”           | Monday, 13 May 2024, being the record date for ascertaining the Assured Entitlement of the Qualifying Shareholders to the EDA Shares   |
| “Stock Exchange”        | The Stock Exchange of Hong Kong Limited  |

By Order of the Board  
**China Lesso Group Holdings Limited**  
**Wong Luen Hei**  
Chairman

Hong Kong, 17 May 2024

*As at the date of this announcement, the executive directors of the Company are Mr. Wong Luen Hei, Mr. Zuo Manlun, Ms. Zuo Xiaoping, Mr. Lai Zhiqiang, Mr. Kong Zhaocong, Mr. Chen Guonan, Dr. Lin Shaoquan, Mr. Huang Guirong and Mr. Luo Jianfeng; and the independent non-executive directors of the Company are Dr. Tao Zhigang, Mr. Cheng Dickson, Ms. Lu Jiandong, Dr. Hong Ruijiang and Ms. Lee Vanessa.*