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UBTECH ROBOTICS CORP LTD
深圳市優必選科技股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 9880)

ANNOUNCEMENT

**(1) ARRANGEMENT OF BANK CREDIT;
(2) ARRANGEMENT OF GUARANTEES; AND
(3) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

This announcement is made by the board (the “**Board**”) of directors (the “**Director(s)**”) of UBTECH ROBOTICS CORP LTD (the “**Company**”) pursuant to Rule 13.51 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

(1) ARRANGEMENT OF BANK CREDIT

As the Company expands its business operations, the Company applies for bank credit from time to time. The lender banks may require the approval of the general meeting as a condition for approving the bank credit to the Company.

On December 9, 2024, the Board has resolved that the Company be proposed to apply for bank credit (as detailed in the table below), in order to ensure the continuity of the Company’s bank credit and to better support the Company’s business expansion. As required by the lender banks, the Company’s application for bank credit shall be subject to the approval by the general meeting.

Set forth below are details of the proposal in relation to the arrangement of bank credit (the “**Arrangement of Bank Credit**”):

Borrower	Lender bank	Maximum amount of bank credit limit (RMB million)	Expected validation period and term of the bank credit
The Company	China CITIC Bank Co., Ltd. Shenzhen Branch* (中信銀行股份有限公司深圳分行)	Not exceeding 400	The Company’s legal representative or his authorised representative shall be authorised to sign the credit agreements and other relevant documents within 12 months from the date of approval by the general meeting. The bank credit limit shall be available for no more than one year. The specific credit limits, credit types of and guarantee arrangement shall ultimately be subject to the actual results of approval by the banks.
	Shanghai Pudong Development Bank Co., Ltd. Shenzhen Branch* (上海浦東發展銀行股份有限公司深圳分行)	Not exceeding 400	
	Bank of Beijing Co., Ltd. Shenzhen Branch* (北京銀行股份有限公司深圳分行)	Not exceeding 400	
	Postal Savings Bank of China Co., Ltd. Qianhai Branch* (中國郵政儲蓄銀行股份有限公司前海分行)	Not exceeding 200	
	Huaxia Bank Co., Ltd. Shenzhen Branch* (華夏銀行股份有限公司深圳分行)	Not exceeding 200	
	Huishang Bank Co., Ltd. Shenzhen Branch* (徽商銀行股份有限公司深圳分行)	Not exceeding 150	
	Bank of Jiangsu Co., Ltd. Shenzhen Branch* (江蘇銀行股份有限公司深圳分行)	Not exceeding 100	
	Hangzhou Bank Co., Ltd.* (杭州銀行股份有限公司)	Not exceeding 100	
Total:		<u><u>Not exceeding 1,950</u></u>	

The Board considers that the Arrangement of Bank Credit is in the interests of the Company and the Shareholders as a whole.

As required by the lender banks, the Arrangement of Bank Credit is subject to the approval by the Shareholders at the EGM. Upon approval by the Shareholders at the EGM, the Company's legal representative or his authorised representative shall be authorised to sign the relevant legal documents with the banks on behalf of the Company within 12 months from the date of approval by the Shareholders at the EGM. The aforementioned credit terms shall be subject to the actual credit terms approved by the banks.

(2) ARRANGEMENT OF GUARANTEES

Pursuant to the Articles of Association, all matters relating to the Company's external guarantees (including the guarantee(s) provided by the Company to its subsidiaries) must be considered and approved by the Board. If the total amount of external guarantees provided by the Company within one year exceeds thirty percent of the latest audited total assets, such external guarantees provided by the Company shall be subject to consideration and approval by the Shareholders by special resolution at the general meeting of the Company.

Reference is made to the announcements of the Company dated January 24, 2024, March 11, 2024, March 27, 2024 and August 28, 2024. The current total amount of guarantees provided by the Company to its subsidiaries amounted to RMB5,040 million, which exceeds thirty percent of the latest audited total assets of the Group (i.e. approximately RMB4,766 million as of December 31, 2023).

On December 9, 2024, the Board has resolved that the Company be proposed to provide further guarantees to certain of its subsidiaries (as detailed in the table below), for the purpose of ensuring normal operations and satisfying the bank financing and other business development needs of the relevant subsidiaries of the Company.

Set forth below are details of the proposal in relation to the arrangement of guarantees (the “Arrangement of Guarantees”):

Guarantor	Guarantee Recipients	Relationship with the Company	Amount of guarantee (RMB million)	Expected validation period of the guarantee	Reason for the arrangement
The Company	Jiujiang Youbixing Technology Co., Ltd.* (九江優必行科技有限公司)	Direct wholly-owned subsidiary	Not exceeding 100	The Company’s legal representative or his authorised representative shall be authorised to sign the guarantee agreements and other relevant documents within 12 months from the date of approval by the general meeting	New and renewed original guarantees provided to support and satisfy the needs of business development
	Zigong Youbi Intelligent Technology Co., Ltd.* (自貢市優必智能科技有限公司)		Not exceeding 100		
	Beijing UBTECH Intelligent Robot Co., Ltd.* (北京優必選智能機器人有限公司)		Not exceeding 50		
	Liuzhou UBTECH Intelligent Technology Co., Ltd.* (柳州優必選智能科技有限公司)		Not exceeding 50		
	UBTECH (Zhengzhou) Intelligent Technology Co., Ltd.* (優必選(鄭州)智能科技有限公司)		Not exceeding 40		
	Youbixing (Jiyuan) Technology Co., Ltd.* (優必行(濟源)科技有限公司)		Not exceeding 40		
	UBTECH (Xiamen) Intelligent Technology Co., Ltd.* (優必選(廈門)智能科技有限公司)		Not exceeding 30		
	UBTECH (Nanchong) Robot Technology Co., Ltd.* (優必選(南充)機器人科技有限公司)		Not exceeding 30		
	Huizhou UBTECH Intelligent Technology Co., Ltd.* (惠州市優必選智能科技有限公司)		Not exceeding 20		

Guarantor	Guarantee Recipients	Relationship with the Company	Amount of guarantee (RMB million)	Expected validation period of the guarantee	Reason for the arrangement
	Nanjiang Youxuan Intelligent Technology Co., Ltd.* (南江優選智能科技有限公司)		Not exceeding 20		
	UBTECH (Hubei) Technology Co., Ltd.* (優必選(湖北)科技有限公司)		Not exceeding 20		
	UBTECH ROBOTICS LIMITED		Not exceeding 50 (or equivalent in foreign currency)		
	Liuzhou UBTECH Intelligent Industry Co., Ltd.* (柳州優必選智能實業有限公司)	Indirect wholly-owned subsidiary	Not exceeding 210		
	U&ME Innovation Technology Company Limited		Not exceeding 50 (or equivalent in foreign currency)		
	Wuxi Uqi Intelligent Technology Co., Ltd.* (無錫優奇智能科技有限公司)	Direct non-wholly owned subsidiary	Not exceeding 800		
		Total:	<u><u>Not exceeding 1,610</u></u>		

The Board considers that the Arrangement of Guarantees are in the interests of the Company and the Shareholders as a whole.

As the total amount of guarantees currently provided by the Company to its subsidiaries exceeds thirty percent of the latest audited total assets of the Group, the Arrangement of Guarantees are subject to the consideration and approval by the Shareholders at the EGM by special resolution. The Company's legal representative or his authorised representative shall be authorised to sign the guarantee agreements and other relevant documents within 12 months from the date of approval by the Shareholders at the EGM. The specific guarantee period and form of guarantee shall be subject to the guarantee agreements and relevant documents.

(3) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Reference is made to the announcements of the Company dated October 29, 2024 and November 26, 2024 in relation to, among others, the completion of the placing of 5,060,000 and 7,000,000 new H shares of the Company, respectively, under general mandate (the “**Placings**”). Following completion of the Placings, the total number of shares of the Company (the “**Shares**”) has increased from 419,562,824 Shares to 431,622,824 Shares and the registered capital of the Company has increased from RMB419,562,824 to RMB431,622,824.

In order to reflect the increase of registered capital of the Company upon completion of the Placing, on December 9, 2024, the Board proposed to amend the relevant articles (the “**Proposed Amendments**”) of the articles of association of the Company (the “**Articles of Association**”). Details of the Proposed Amendments are as follows:

Existing articles	Amended articles
Article 6 The registered capital of the Company is RMB419,562,824.	Article 6 The registered capital of the Company is RMB 419,562,824431,622,824 .
Article 21 The Company has a total of 419,562,824 shares, all of which are ordinary shares.	Article 21 The Company has a total of 419,562,824431,622,824 shares, all of which are ordinary shares.

Save as disclosed above, the contents of the other articles of the Articles of Association remain unchanged. The Articles of Association is prepared in Chinese with no official English version. Any English translation is for reference only. In the event of any inconsistency, the Chinese version shall prevail.

The Board considers that the Proposed Amendments are in the interests of the Company and its shareholders (the “**Shareholders**”) as a whole.

The Proposed Amendments are subject to consideration and approval by the Shareholders at the forthcoming extraordinary general meeting of the Company (the “**EGM**”).

EGM

The Company will convene and hold the EGM on Tuesday, December 24, 2024 for the Shareholders to consider and, if thought fit, approve, among other things, the Arrangement of Bank Credit, the Arrangement of Guarantees and the Proposed Amendments.

A circular containing, among other matters, details of the Arrangement of Bank Credit, the Arrangement of Guarantees and the Proposed Amendments together with the notice of the EGM, will be despatched to the Shareholders in due course.

By order of the Board
UBTECH ROBOTICS CORP LTD
Jian ZHOU

Chairman, Executive Director and Chief Executive Officer

Shenzhen, December 9, 2024

As at the date of this announcement, the Board comprises (i) Mr. Zhou Jian, Mr. Xiong Youjun, Ms. Wang Lin and Mr. Liu Ming as executive directors; (ii) Mr. Xia Zuoquan, Mr. Zhou Zhifeng and Mr. Chen Qiang as non-executive directors; and (iii) Mr. Zhao Jie, Mr. Xiong Chuxiong, Mr. Poon Fuk Chuen and Mr. Leung Wai Man, Roger as independent non-executive directors.

* *For identification purposes only*