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CoreVest Holdings Limited

(Incorporated in British Virgin Islands with limited liability)



UTS Marketing Solutions Holdings Limited

(Incorporated in Cayman Islands with limited liability)

(Stock Code: 6113)

JOINT ANNOUNCEMENT

**DELAY IN DESPATCH OF THE COMPOSITE DOCUMENT
RELATING TO MANDATORY UNCONDITIONAL CASH OFFER BY
EMPEROR CORPORATE FINANCE LIMITED
ON BEHALF OF COREVEST HOLDINGS LIMITED
TO ACQUIRE ALL THE ISSUED SHARES OF
UTS MARKETING SOLUTIONS HOLDINGS LIMITED
(OTHER THAN THOSE ALREADY OWNED OR AGREED TO BE
ACQUIRED BY COREVEST HOLDINGS LIMITED AND
PARTIES ACTING IN CONCERT WITH IT)**

Reference is made to the joint announcement issued by UTS Marketing Solutions Holdings Limited (the “**Company**”) and CoreVest Holdings Limited (the “**Offeror**”) dated 15 April 2025 in relation to, among other things, the mandatory unconditional cash offer to acquire all the issued shares of the Company (other than those already owned or agreed to be acquired by the Offeror and parties acting in concert with it) (the “**Joint Announcement**”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Joint Announcement.

DELAY IN DESPATCH OF THE COMPOSITE DOCUMENT

As disclosed in the Joint Announcement, it is the intention of the Offeror and the Company to combine the offer document with the offeree board circular into the Composite Document. Under Rule 8.2 of the Takeovers Code, unless the Executive's consent is obtained, the Composite Document should be despatched to the Independent Shareholders within 21 days of the date of the Joint Announcement (the "**Prescribed Period**"), i.e. on or before 6 May 2025.

As additional time is required for the finalization of the information to be included in the Composite Document, including, among other things, (i) the letter from the Independent Financial Adviser to the Independent Shareholders; and (ii) the statement on material changes in the financial or trading position or outlook of the Group pursuant to Rule 10.11 of the Takeovers Code; and taking into account the intervening public holidays between the date of the Joint Announcement and 6 May 2025 (i.e. the date of this joint announcement), including the Good Friday, the Easter Monday, the Labour Day and the Birthday of the Buddha on 18 April 2025, 21 April 2025, 1 May 2025 and 5 May 2025 respectively, it is anticipated that the Composite Document (together with the accompanying form of acceptance and transfer of the Offer Shares in respect of the Offer (the "**Form of Acceptance**")) is unable to be despatched within the Prescribed Period.

An application has been made by the Offeror and the Company to the Executive for a waiver from strict compliance with the requirement under Rule 8.2 of the Takeovers Code and the consent to extend the latest date for the despatch of the Composite Document (together with the Form of Acceptance) to 23 May 2025, and the Executive has indicated that it is minded to grant its consent for such extension.

Further announcement(s) will be made by the Offeror and the Company on the timing of despatch of the Composite Document as and when appropriate.

WARNING

Shareholders and potential investors are reminded to monitor the announcements to be made by the Company or jointly by the Offeror and the Company in respect of the progress of the Offer and are advised to exercise caution when dealing in the Shares. If Shareholders and potential investors are in any doubt about their position, they should consult their professional advisers.

For and on behalf of
CoreVest Holdings Limited
Luo, Biyun
Sole Director

By order of the Board
UTS Marketing Solutions Holdings Limited
Ng Chee Wai
Chairman and Executive Director

Hong Kong, 6 May 2025

As at the date of this joint announcement, the executive Directors are Mr. Ng Chee Wai (Chairman), Mr. Lee Koon Yew (Chief Executive Officer) and Mr. Kwan Kah Yew; and the independent non-executive Directors are Mr. Kow Chee Seng, Mr. Chan Hoi Kuen Matthew and Ms. Tan Yee Vean.

As at the date of this joint announcement, the sole director of the Offeror is Luo, Biyun.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Offeror and parties acting in concert with it) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the sole director of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any statement in this joint announcement misleading.

The sole director of the Offeror and Mr. Luo Zuchun jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Group, Vendors and their respective associates and parties acting in concert with them) and confirms, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any statement in this joint announcement misleading.