Shentong Robot Education Group Company Limited
神通機器人教育集團有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock code: 8206)

DECISION OF GEM LISTING REVIEW COMMITTEE AND SUSPENSION OF TRADING

This announcement is made by Shentong Robot Education Group Company Limited (the "**Company**" together with its subsidiaries, the "**Group**") pursuant to Rule 17.10 of the Rules (the "**GEM Listing Rules**") Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") and the Inside Information Provisions (as defined under the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

References are made to the announcements of the Company dated 23 May 2025, 3 June 2025, 31 July 2025 and 11 August 2025 (the "**Announcements**"). Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as in the Announcements.

The Board wishes to inform the Shareholders that the reviewing hearing of the GLC Decision by the GEM Listing Review Committee (the "**Review Hearing**") was held on 23 September 2025. On 13 October 2025, the Company received a letter from the Stock Exchange (the "**LRC Decision Letter**") notifying the Company that the GEM Listing Review Committee, having considered, among other things, the submissions presented by the Company and the Listing Division, was of the view that the Company failed to maintain a business with a sufficient level of operations and assets as required under Rule 17.26 of the GEM Listing Rules to warrant the continued listing of the shares of the Company (the "**Shares**"), and decided to uphold the GLC Decision to suspend trading in the Shares under Rule 9.04(3) of the GEM Listing Rules (the "**LRC Decision**").

REASONS FOR THE LRC DECISION

According to the LRC Decision, the GEM Listing Review Committee considered the following points in reaching the LRC Decision:

1. The Company's shares have been listed on GEM since 15 November 2002. At the date of the Review Hearing, the Company was involved in the following businesses:

    (a) Robotics Business: provision of robotics courses through self-operated training centres and collaboration partners, and hosting of robotics competitions.

(b) AI Platform: a new joint venture established by the Company in April 2025 (the "**JV**"), held as to 51% by the Group and 49% by the JV partner. The JV has launched an "AI Robotics Education Platform", which combines robotics curriculum contents, AI-powered teaching support, learning management tools, and simulated assessment with adaptive feedback. The JV intends to promote the AI Platform to schools and training institutions across the Heilongjiang and Hebei provinces.

2. The Company's Robotics Business has been operating at a low level of activity, with a sustained decline in revenue from HK$119.3 million in FY2020 to HK$10.8 million in FY2025. The Robotics Business has recorded consecutive net losses for the past five financial years. Further, the Company's exclusive licence to organise and develop China Robot Competition events and courses in Heilongjiang was terminated in December 2021.

3. The Company has been receiving financial support from its single largest shareholder, China Communication Group Co., Ltd ("**CCC**"), since FY2021 to maintain its operation, including (i) waivers and discounts on service fees charged by the CCC group, and (ii) an amount due to the CCC group of HK$95.1 million. As at 31 March 2025, the Company had net liabilities of HK$68.5 million. The Company has discussed potential rescue operations with CCC, who is willing to capitalise a portion of the shareholder's loans into new ordinary shares of the Company (the "**Loan Capitalisation**").

4. On 23 May 2025, the Listing Division decided to suspend trading in the shares of the Company pursuant to Rule 9.04(3) of the GEM Listing Rules for failing to maintain a sufficient level of operations and assets of sufficient value to support its operations, as required under Rule 17.26 of the GEM Listing Rules. The GEM Listing Committee upheld the Listing Division's decision, as set out in its decision letter of 31 July 2025. The Company sought a review of the GLC Decision.

5. The GEM Listing Review Committee noted that the main issue was whether, at the time of the Review Hearing, the Company had demonstrated to the satisfaction of the GEM Listing Review Committee that it carried out a business with a sufficient level of operations and assets of sufficient value to support its operations in compliance with Rule 17.26 of the GEM Listing Rules.

6. The note to Rule 17.26(1) of the GEM Listing Rules indicates that the assessment of compliance with Rule 17.26 of the GEM Listing Rules is a qualitative test. The GEM Listing Review Committee should make its assessment based on the specific facts and circumstances faced by the Company.

7. Having taken into account the submissions from the Review Parties, including the Company's recent updates on its business, the Company's latest financial results, and the submissions of the Company at the hearing, the GEM Listing Review Committee found that the Company had failed to maintain a business with a sufficient level of operations and assets of sufficient value to support its operations as required under Rule 17.26 of the GEM Listing Rules. The Company had failed to demonstrate that its business was of substance, and/or viable and sustainable.

The GEM Listing Review Committee found that the Company, at the time of the Review Hearing, had failed to demonstrate that its business was of substance, viable and sustainable, in compliance with Rule 17.26 of the GEM Listing Rules. The GEM Listing Review Committee noted that the Company would have 12 months to remedy this situation by showing a positive development of its business and bringing its plans and forecasts to fruition to demonstrate compliance with Rule 17.26 of the GEM Listing Rules.

The GEM Listing Review Committee decided to uphold the GLC Decision to suspend trading in the Company's shares under Rule 9.04(3) of the GEM Listing Rules.

In view of the LRC Decision, the Company is required to re-comply with Rule 17.26 of the GEM Listing Rules and it will have a remedial period of 12 months to re-comply with Rule 17.26 of the GEM Listing Rules. If the Company fails to do so by the expiry of the 12-month period (i.e. 13 October 2026), the Stock Exchange will proceed with cancellation of the Company's listing.

The Board is still in the process of reviewing the LRC Decision and is discussing the same with the Company's legal advisers and financial adviser and will actively prepare for the proposal(s) to re-comply with Rule 17.26 of the GEM Listing Rules.

SUSPENSION OF TRADING

At the request of the Company, trading in the Shares on the Stock Exchange will be suspended with effect from 9:00 a.m. on 14 October 2025 and will remain suspended until the trading of the Shares is allowed to resume by the Stock Exchange after re-compliance with Rule 17.26 of the GEM Listing Rules, fulfilment of any resumption guidance that may be set by the Stock Exchange and full compliance with the GEM Listing Rules to the satisfaction of the Stock Exchange. Under Rule 9.14A(1) of the GEM Listing Rules, the Stock Exchange may cancel the listing of the Shares if trading remains suspended for a continuous period of 12 months.

Further announcement(s) will be made by the Company as and when appropriate and in accordance with the requirements of the GEM Listing Rules.

Shareholders and potential investors of the Company who have any queries about the implications of the LRC Decision and suspension of trading of Shares are advised to obtain appropriate professional advice. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By Order of the Board
Shentong Robot Education Group Company Limited
He Chenguang
Chairman

Hong Kong, 13 October 2025

As at the date of this announcement, the executive Directors are Mr. He Chenguang and Mr. Bao Yueqing and the independent non-executive Directors are Mr. Yip Tai Him, Ms. Han Liqun and Ms. Chen Lei.

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

This announcement will remain at www.hkexnews.hk on the "Latest Company Announcements" page of the Stock Exchange's website for at least 7 days from the date of its posting and on the website of the Group at www.srobotedu.com.