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HATCHER GROUP LIMITED

亦辰集團有限公司 *

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8365)

GRANT OF SHARE OPTIONS

This announcement is made by Hatcher Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 23.06A of the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on the GEM of the Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

THE GRANT OF SHARE OPTIONS

The board (the “**Board**”) of directors of the Company (the “**Director**”) hereby announces the granting of a total of 44,600,000 share options (the “**Options**” and each an “**Option**”) by the Company to eligible participants of the Group (the “**Grantees**”) under the share option scheme adopted by the Company on 4 May 2017, subject to acceptance by the Grantees. The following are the details of the Options granted:

| | | |
|---------------------------------------|---|---|
| Date of grant | : | 30 December 2022 (after trading hours) (the “ Date of Grant ”) |
| Exercise price of the Options granted | : | HK\$0.88 to subscribe for one ordinary share of the Company (the “ Share ”), which is the highest of: <ul style="list-style-type: none">(i) The closing price of HK\$0.88 per Share as quoted on the Stock Exchange on the Date of Grant;(ii) The average closing price of approximately HK\$0.832 per Share as quoted on the Stock Exchange for the five business days immediately preceding the Date of Grant; and(iii) The nominal value of HK\$0.01 each of the Share. |
| Number of Options granted | : | 44,600,000 Options (each Option shall entitle the holder of the Option to subscribe for one Share) |
| Validity period of the Options | : | The Options shall be valid for 10 years commencing from the Date of Grant |

Vesting date of the Options : 30 December 2022 (after trading hours)

All the Grantees are either Directors or employees of the Group. Among the Options granted, 15,600,000 Options were granted to the following Directors, and 29,000,000 Options were granted to certain employees of the Group, details of which are as follows:

| Name of Grantees | Position and relationship with the Company | Number of Options granted |
|---|---|----------------------------------|
| Mr. Li Man Keung Edwin | – Executive Director and Executive Chairman of the Board – Substantial Shareholder | 5,000,000 |
| Mr. Hui Ringo Wing Kun | – Executive Director | 5,000,000 |
| Mr. Yeung Chun Yue David | – Executive Director and Vice Chairman of the Board | 5,000,000 |
| Mr. William Robert Majcher | – Independent non-executive Director | 200,000 |
| Mr. Ho Lik Kwan Luke | – Independent non-executive Director | 200,000 |
| Mr. Lau Pak Kin Patric | – Independent non-executive Director | <u>200,000</u> |
| Sub-total of Options granted to the Directors | | <u>15,600,000</u> |
| Options granted to the employees of the Group | | <u>29,000,000</u> |
| Total | | <u><u>44,600,000</u></u> |

The Company believes that the grant of options to the Directors and employees provides motivations for them to continue to create value for the Company without affecting the operating cost of the Company. The number of Options granted to them is determined with reference to the market conditions and the potential benefits and/or income they may bring to the Group with the work they are involved in.

The grant of Options to the above directors and substantial shareholder has been approved by the independent non-executive Directors (excluding the independent non-executive Director who is the Grantee) of the Company as required under Rule 23.04(1) of the GEM Listing Rules.

Save as disclosed above, none of the Grantees of the Options is a Director, chief executive nor substantial shareholder of the Company or an associate (as defined in the GEM Listing Rules) of any of them.

By Order of the Board
Hatcher Group Limited
Hui Ringo Wing Kun
Executive Director

Hong Kong, 30 December 2022

As at the date of this announcement, the Directors are:

Executive Directors:

Mr. Li Man Keung Edwin (Executive Chairman)

Mr. Hui Ringo Wing Kun

Mr. Yeung Chun Yue David (Vice Chairman)

Independent Non-executive Directors:

Mr. William Robert Majcher

Mr. Ho Lik Kwan Luke

Mr. Lau Pak Kin Patric

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 on the Stock Exchange's website at www.hkexnews.hk on the "Latest Listed Company Information" page for at least 7 days from the date of its posting. This announcement will also be published and remains on the Company's website at www.hatcher-group.com.

** for identification purpose only*