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## **HM International Holdings Limited**

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

**(Stock Code: 8416)**

### **SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO THE MAJOR TRANSACTION IN RELATION TO THE DISPOSAL OF THE SALE SHARES OF THE DISPOSAL COMPANY TO AN INDEPENDENT THIRD PARTY AND DELAY IN DESPATCH OF CIRCULAR**

References are made to (i) the announcement of HM International Holdings Limited (the “**Company**”) dated 1 August 2023 in relation to the major transaction in relation to the disposal of the Sale Shares of the Disposal Company to an independent third party (the “**Aug 1 Announcement**”); and (ii) the announcement of the Company dated 22 August 2023 in relation to the expected delay in despatch of the Circular in relation to the abovementioned major transaction (the “**Aug 22 Announcement**”, together with the Aug 1 Announcement, the “**Announcements**”). Unless otherwise specified, capitalised terms used herein shall have the same meaning as those defined in the Announcements.

#### **ASSIGNMENT OF THE SALE AND PURCHASE AGREEMENT**

On 23 August 2023, due to internal restructuring, the Original Wordbee Purchaser entered into an agreement (the “**Assignment Agreement**”) with Semantix USA, LLC (“**Semantix**”), a company incorporated with limited liability in the United States of America (the “**US**”), pursuant to which the Original Wordbee Purchaser shall exercise its right under the Sale and Purchase Agreement to assign and novate all of its benefits, rights and obligations to Semantix in relation to the acquisition of the entire issued share capital of the Disposal Company.

Under the Assignment Agreement, all other terms of the Sale and Purchase Agreement shall remain unchanged and Semantix assumes all the benefits, rights and obligations under the Sale and Purchase Agreement from the Original Wordbee Purchaser to the effect that Semantix shall become a party to the Sale and Purchase Agreement in place of the Original Wordbee Purchaser.

The parties under the Sale and Purchase Agreement in relation to the acquisition of the entire issued share capital of Wordcraft shall remain unchanged.

### **Ultimate Beneficial Owner of the Original Wordbee Purchaser and Semantix**

Both the Original Wordbee Purchaser and Semantix are subsidiaries of TransPerfect Global, Inc., a company incorporated in the US and one of the largest language service providers in the world that aims at offering the highest quality services to its customers in various industries, ranging from life science, retail and e-commerce, finance and banking to technology. TransPerfect Global, Inc. is wholly-owned by Mr. Phil Shawe, who is a US entrepreneur and has extensive experience in the translation business services.

To the best knowledge, information and belief of the Directors, having made all reasonable enquiries, Mr. Phil Shawe, being the ultimate beneficial owner of Senmatix and the Original Wordbee Purchaser, is an Independent Third Party.

Save as disclosed above, all other information as set out in the Aug 1 Announcement remains unchanged and shall continue to be valid for all purposes. This announcement is supplemental to and shall be read in conjunction with the Aug 1 Announcement.

### **DELAY IN DESPATCH OF CIRCULAR**

As disclosed in the Aug 22 Announcement, the Company requires additional time to prepare and finalise certain information for inclusion in the Circular. The Company has applied for and obtained a waiver from the Stock Exchange from strict compliance with Rule 19.41(a) of the GEM Listing Rules on the condition that the Company will despatch the Circular on or before 31 August 2023.

By order of the Board  
**HM International Holdings Limited**  
**Yu Chi Ming**  
*Chairman*

Hong Kong, 25 August 2023

*As at the date of this announcement, the executive Directors of the Company are Mr. Yu Chi Ming, Mr. Chan Wai Lin and Ms. Chan Wai Chung Caroline; and the independent non-executive Directors of the Company are Mr. Choi Hon Ting Derek, Mr. Ng Jack Ho Wan and Mr. Wan Chi Wai Anthony.*

*This announcement, for which the Directors of the Company 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 of the Company, 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 is published on the GEM website at “www.hkgem.com” and will remain on its “Latest Listed Company Information” page for at least seven days from the date of publication. This announcement will also be published on the Company’s website at “www.hetermedia.com”.*