HATCHER GROUP LIMITED
亦辰集團有限公司*

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8365)

VOLUNTARY ANNOUNCEMENT

(1) STRATEGIC COOPERATION FOR SECURITY TOKEN BUSINESS; AND (2) MEMORANDUM OF UNDERSTANDING IN RESPECT OF A POSSIBLE INVESTMENT IN ESPERANZA

This announcement is made by the Company on a voluntary basis to provide its Shareholders and potential investors with updated information in relation to the latest business development of the Group.

STRATEGIC COOPERATION FOR SECURITY TOKEN BUSINESS

The Board is pleased to announce that on 18 August 2025, the Company entered into the Partnership Agreement with EF Hong Kong and EF Commodities, pursuant to which (i) EF Commodities granted the Company an exclusive, non-transferable right to introduce clients to trade Digitalised Gold-backed Instrument with EF Commodities within Hong Kong; and (ii) EF Hong Kong committed to procure its affiliate, which has a regulatory and technology infrastructure to establish and trade security tokens, to appoint the Company as its partner to market, promote and facilitate the sale and promotion of security tokens to clients in Hong Kong. The initial term of the partnership is one year, renewable by mutual agreement between the parties.

Reasons and benefits of entering into the Partnership Agreement

The Group is principally engaged in the provision of (i) corporate finance advisory services, (ii) placing and underwriting services, (iii) business consultancy services, (iv) environmental, social and governance advisory services, (v) corporate secretarial services, (vi) accounting and taxation services, (vii) risk management and internal control advisory services, and (viii) human resources services in Hong Kong.

To diversify its business operations and revenue streams, the Company has been actively seeking development opportunities in emerging financial sectors. The Board considers this partnership with Esperanza a strategic initiative to expand the Group's business into Hong Kong's growing digital asset market, capitalizing on the Group's expertise in financial services. Through this exclusive collaboration, the Group gains the rights to distribute regulated digitalised gold-backed instrument and security tokens, positioning itself as a pioneer in institutional-grade digital asset distribution. The partnership is particularly timely, given security tokens are gaining significant traction among institutional investors globally. This strategic move not only diversifies the Group's service offerings but also provides first-mover advantage in the rapidly developing tokenized assets market within Asia's leading financial center.

The Board believes this collaboration will create sustainable value for Shareholders by establishing new revenue streams.

MOU FOR POSSIBLE INVESTMENT IN ESPERANZA

The Board is pleased to announce that on 18 August 2025, the Company and EF Hong Kong entered into the MOU in relation to a potential equity investment in Esperanza. Pursuant to the MOU, the Company intends to explore an investment opportunity that would further strengthen the strategic partnership between the parties and provide the Group with exposure to Esperanza's growing digital asset platform.

Reasons and benefits of entering into the MOU

The proposed investment aligns with the Group's strategy to establish a deeper foothold in Hong Kong's fast-evolving digital asset ecosystem. By potentially acquiring an equity stake in Esperanza, the Group would secure preferential access to innovative tokenization technologies and exclusive product pipelines, while enhancing cross-selling opportunities between the Group's existing client base and Esperanza's digital asset offerings. The investment would also allow the Group to participate in the upside of Esperanza's platform growth across Asian markets.

The Board believes this opportunity could accelerate the Group's digital transformation while creating additional high-margin revenue streams through platform synergies. The non-binding nature of the MOU preserves flexibility to negotiate terms that align with the interests of the Company and the Shareholders.

INFORMATION ON ESPERANZA

Esperanza comprises two core operating entities, namely EF Hong Kong and EF Commodities. EF Hong Kong specialises in security token offerings solution, leveraging its affiliate's potential regulator-permitted infrastructure to tokenise investment opportunities, including live entertainment assets under Hong Kong's securities law framework. EF Commodities issues Digitalized Gold-backed Instrument, its holders may redeem one kilogram of 999.9 physical gold bars owned by EF Commodities and stored in a Hong Kong vault managed by Brink's (Hong Kong) Limited in exchange for 100,000 digital certificates with EF Commodities, with trading facilitated through its platform.

Both entities operate under Esperanza's proprietary "Espetopia" platform, which combines institutional-grade compliance with blockchain technology. Esperanza is backed by a team and advisors with proven expertise in financial regulation, including government advisors and professionals holding SFC licenses for digital asset management. Their track record includes establishment of Hong Kong's first regulator-permitted tokenized real estate fund, demonstrating their ability to bridge traditional finance with innovative tokenization models while adhering to strict regulatory standards.

To the Directors' knowledge, information and belief, and having made all reasonable enquiries, Esperanza and its ultimate beneficial owners are Independent Third Parties.

GENERAL

The Board wishes to emphasise that no formal or legally binding agreement in relation to the Possible Investment has been entered into between the Company and Esperanza as at the date of this announcement. In the event that the Company enters into any formal agreement in relation to the Possible Investment, further announcement(s) will be made by the Company in accordance with the GEM Listing Rules as and when appropriate and the Company will comply with applicable laws and regulations in due course. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares.

WARNING

As the Possible Investment may or may not proceed, Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares. If the Possible Investment when materialised constitutes a notifiable transaction for the Company under the GEM Listing Rules, further announcement(s) will be made by the Company as and when appropriate.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following respective meanings:

"Board"	board of Directors of the Company
"Company"	Hatcher Group Limited, an exempted company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the GEM (Stock Code: 8365)
"Director(s)"	the director(s) of the Company
"Digitalised Gold-backed Instrument"	a digital certificate issued by EF Commodities which its holders may redeem one kilogram of 999.9 physical gold bars owned by EF Commodities and stored in a Hong Kong vault managed by Brink's (Hong Kong) Limited in exchange for 100,000 digital certificates with EF Commodities
"EF Commodities"	Esperanza Fintech (Commodities) Limited
"EF Hong Kong"	Esperanza Fintech (Hong Kong) Limited
"Esperanza"	EF Commodities, EF Hong Kong and their affiliates as a group
"GEM"	the "GEM" securities market operated by the Stock Exchange
"GEM Listing Rules"	the Rules Governing the Listing of Securities on GEM
"Group"	the Company and its subsidiaries
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China
"Independent Third Party(ies)"	third party(ies) independent of the Company and the connected persons (as defined in the GEM Listing Rules) of the Company
"MOU"	the memorandum of understanding dated 18 August 2025 entered into between the Company and EF Hong Kong
"Partnership Agreement"	the partnership agreement dated 18 August 2025 entered into among the Company, EF Hong Kong and EF Commodities in relation to the strategic cooperation for Digitalised Gold-backed Instrument and security token business

"Possible Investment"	the possible equity investment in Esperanza
"SFC"	the Securities and Futures Commission
"Shareholder(s)"	holder(s) of the Share(s)
"Shares(s)"	the share(s) in the capital of the Company
"Stock Exchange"	the Stock Exchange of Hong Kong Limited
"%"	per cent.

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

Hong Kong, 18 August 2025

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)*
Mr. Michael Stockford

Non-executive Director:
Ms. Chan Hiu Shan

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

* *for identification purpose only*