Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

HATCHER GROUP LIMITED
亦辰集團有限公司*

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

COMPLETION OF (1) DISPOSAL OF SHARES BY CONTROLLING SHAREHOLDER; AND (2) CONNECTED TRANSACTION INVOLVING ISSUE OF NEW SHARES UNDER SPECIFIC MANDATE

Reference is made to the announcements of Hatcher Group Limited (the "**Company**") dated 16 September 2025 and 10 October 2025, and the circular of the Company dated 25 November 2025 in relation to the sale and subscription agreements entered among the Company, its controlling shareholder and six independent purchasers (the "**Publications**"). Capitalised terms used herein shall have the same meanings as those defined in the Publications unless otherwise specified.

COMPLETION OF THE DISPOSAL AND THE SUBSCRIPTION

The Company is pleased to announce that all the conditions of the Disposal and the Subscription had been fulfilled. Accordingly, completion of the Disposal and the Subscription took place on 31 December 2025 and 5 January 2026, respectively.

A total of 9,480,000 Sale Shares have been successfully sold at the Sale Price of HK$1.2 per Sale Share to the Purchasers. Further, a total of 9,480,000 Subscription Shares (equal to the number of the Sale Shares successfully sold under the Disposal) were subscribed by the Controlling Shareholder at the Subscription Price of HK$1.2 per Subscription Share. The Subscription Shares represent approximately 4.77% of the issued share capital of the Company as enlarged by the allotment and issue of the Subscription Shares.

The net proceeds from the Subscription are approximately HK$11,276,000. The Company intends to use such net proceeds for general corporate purposes, of which (i) approximately 77% for staff salaries and benefits; (ii) approximately 10% for office and utilities; and (iii) approximately 13% for overhead including legal, professional and information technology expenses.

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company immediately before and upon completion of the Disposal and the Subscription is set out below.

	Immediately before the completion of the Disposal and the Subscription		**Immediately upon the completion of the Disposal and the Subscription**	
	Number of Shares	*Approximate %*	*Number of Shares*	*Approximate %*
Controlling Shareholders and Directors				
Tanner Enterprises Group Limited *(Note 1)*	83,296,723	44.01	83,296,723	41.91
Li Man Keung Edwin *(Note 1)*	37,559,800	19.84	37,559,800	18.90
Yeung Chun Yue David *(Note 2)*	5,280,000	2.79	5,280,000	2.66
Hui Ringo Wing Kun *(Note 3)*	2,308,000	1.22	2,308,000	1.16
Public Shareholders				
Purchasers	–	–	9,480,000	4.77
Other public Shareholders	60,824,917	32.14	60,824,917	30.60
Total	**189,269,440**	**100.00**	**198,749,440**	**100.00**

Notes:

1. 83,296,723 Shares are held by Tanner Enterprises Group Limited which is wholly owned by Mr. Li Man Keung Edwin, an executive Director. Mr. Li Man Keung Edwin also directly holds 37,559,800 Shares. The aggregate Shares beneficially owned by Mr. Li Man Keung Edwin is 120,856,523 Shares.

2. 5,280,000 Shares are held by Great Win Global Limited, which is wholly owned by Mr. Yeung Chun Yue David, an executive Director.

3. 2,308,000 Shares are held by Bright Music Limited, which is wholly owned by Mr. Hui Ringo Wing Kun, an executive Director.

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

Hong Kong, 5 January 2026

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)*

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 Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited 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*