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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)

VOLUNTARY ANNOUNCEMENT INTENTION TO ESTABLISH INSMEN GROUP JOINT VENTURE PLATFORM AND INVESTMENT VEHICLES

This announcement is made by Hatcher Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) on a voluntary basis to keep its shareholders and potential investors informed of the latest business development of the Group.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that the Company intends to (i) invest, together with Insmen Strategic Investment Holdings Limited (“**Insmen Strategic**”), Aqua Labs Investment LLC (“**Aqua Labs**”), Cornerstone IT Solutions Limited (“**Cornerstone IT**”) and Mr. Pan Yangwen (“**Mr. Pan**”) (collectively, the “**Partners**”), in Insmen Global Strategic Holding Group Co., Limited (“**Insmen Global**”); and (ii) establish a joint venture platform, Insmen GROUP (the “**Platform**”), through Insmen Global and jointly with other international investment institutions.

The Platform is positioned as a cross-border technology and digital asset investment and operating platform, focusing on (i) the Web3 digital ecosystem, including digital asset infrastructure and brand digital asset operations in Southeast Asia and the Middle East; (ii) securities market-related investment business in Hong Kong and the United States; and (iii) artificial intelligence (“**AI**”) industry investment in Southeast Asia and the Middle East, particularly edge computing, industrial AI agents, rehabilitation robots, and parking robots.

Information on the Partners

The Company and its subsidiaries principally engage in (i) the licensed business on the provision of corporate finance advisory services and placing and underwriting services; and (ii) the non-licensed business on the provision of environmental, social and governance advisory services, business consultancy services, corporate secretarial services, accounting and taxation services, risk management and internal control advisory services and human resources services in Hong Kong.

Insmen Strategic is a company incorporated in Hong Kong with limited liability, the principal business includes deploying internal funds to carry out investment projects and providing strategic, management, budgeting, and operational support services to target enterprises, thereby generating revenues such as dividends, investment exit proceeds, project management fees, and advisory fees.

Aqua Labs is an Abu Dhabi-licensed operational and investment entity launched by the United Arab Emirates (“UAE”) based Aqua 1 Foundation and operating at the intersection of traditional finance and institutional digital asset ecosystem. Operating with a merchant-bank approach, Aqua Labs focuses on advancing compliant, next-generation financial infrastructure by bridging global capital markets with emerging technologies. The firm specializes in the deep convergence of AI and Web3, the tokenisation of real-world assets alongside their underlying settlement and custody rails, and pioneering new decentralized financial paradigms. Headquartered in the UAE and aligned with Abu Dhabi’s strategic economic initiatives, Aqua Labs serves as a key catalyst for sovereign, institutional, and enterprise digital finance adoption across the Middle East and global markets. Aqua 1 Foundation has become the largest investor in World Liberty Financial, following its USD100 million strategic investment into the decentralized finance platform and its flagship USD1 stablecoin.

Cornerstone IT is a company incorporated in Hong Kong with limited liability, whose principal business is provision of network management, cybersecurity, cloud solutions, and technical support in Hong Kong.

Mr. Pan has served as the managing director of Huaxin International Capital (Hong Kong) since July 2023. He founded and has acted as President of Opan Inc. (USA) and Opan Investment (Shanghai) from January 2011 to present. Mr. Pan is also the director of Shanghai Panying Investment Management Co., Ltd., a comprehensive financial asset and wealth management institution based in Shanghai, PRC and specialized in tailored cross-market capital allocations, private equity solutions and fintech-driven mutual fund distribution architectures designed to help institutional entities and high-net-worth investors achieve optimized portfolio diversification and sustain wealth appreciation. As at the date of this announcement, Mr. Pan is the sole director and sole shareholder of Insmen Global.

As at the date of this announcement, to the best of the Directors’ knowledge, information and belief, after having made all reasonable enquiries, the Partners and their respective associates are third parties independent of, and not connected with, the Company and its connected persons (as defined under the Rules Governing the Listing of Securities on GEM (the “**GEM Listing Rules**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”)).

Establishment of two investment vehicles

Following its establishment, the Platform intends to lead the capital market initiative in business opportunities related to the AI and stablecoin, the Web3 and global women initiative.

Insmen Opportunities Limited Partnership Fund (Tentative name)

Insmen Opportunities Limited Partnership Fund (“**Insmen LPF**”) proposes to invest in AI infrastructure, stablecoin-related digital assets and Web3 ecosystems. Insmen Global will act as the general partner of Insmen LPF and appoint Velbridge Asset Management Limited (“**Velbridge**”), a licensed corporation under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) to carry on Type 4 (advising on securities) and Type 9 (asset management) regulated activities, as one of the investment managers of Insmen LPF. Aqua Labs or its associates plan to invest not less than 10 million USD1 stablecoin into Insmen LPF as the cornerstone limited partner of Insmen LPF.

Global Muslim Women’s Development Open-ended Fund Company (Tentative name)

Global Muslim Women’s Development OFC (the “**OFC**”) intends to adopt a Hong Kong open-ended fund companies structure, focusing on impact investing with a strategic emphasis on female empowerment, including in the area of Shariah compliance, healthcare and educational technology, with Velbridge to be named as the investment manager. Insmen LPF intends to be one of the original shareholders of the OFC.

Capital market initiatives

Insmen Global is also involved in the capital market initiatives and served as an overseas corporate finance advisor for a number of clients in Greater China region and Southeast Asia, including Orient Taste Holdings Limited (Restaurant chain: Tongdelai), MINAX Group Global Limited (Brand exchange), JUN TONG (HONG KONG) CO., LIMITED (Art collectibles), MZH CRESCENT GLOBAL GROUP LIMITED (Halal sector service provider), MyTekCentral Co., Ltd (Edge AI Processors and SSD (Solid-state drive)), Shanghai Cellyan Lifescience Co., Ltd. (Biomedical), Hangzhou TingDD Technology Co., Ltd. (Parking robot) and Steelink International Limited (Precious metals data platform and international steel business). The two investment funds will consider investing in the abovementioned companies.

In relation to the above, the Company has authorised any one of the Directors to sign the necessary agreement(s) at an appropriate time, and to make the necessary disclosures and complete other required procedures and formalities and will make further announcement(s) as and when appropriate in accordance with the GEM Listing Rules. The aforementioned investment in tokenization is expected to enhance operational efficiency, thereby helping the Group achieve its growth targets. However, the Board wishes to emphasise that it is still at a preliminary stage and may or may not materialise. Shareholders and potential investors of the Company should also note that any distribution remains subject to the fulfillment of the applicable conditions, including approval of the Stock Exchange and the shareholders of the Company. Further announcement(s) will be made by the Company to provide updates on the distribution as and when appropriate.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

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

Hong Kong, 12 October 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 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*