

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.

This announcement is for information purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for the Shares or other securities of the Company.



MAXNERVA
雲智匯科技服務

MAXNERVA TECHNOLOGY SERVICES LIMITED
雲智匯科技服務有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 1037)

ANNOUNCEMENT

**DESPATCH OF THE CIRCULAR IN RELATION TO
(1) DISCLOSEABLE AND CONNECTED TRANSACTION
IN RELATION TO
ACQUISITION OF INTELLECTUAL PROPERTIES
INVOLVING THE ISSUE OF CONSIDERATION SHARES
UNDER SPECIFIC MANDATE;
(2) APPLICATION FOR WHITEWASH WAIVER; AND
(3) NOTICE OF SPECIAL GENERAL MEETING**

Reference is made to (i) the announcement published by the Company on 27 December 2020 in relation to, among others things, the Acquisition and the Whitewash Waiver (the “**Announcement**”); (ii) the announcement published by the Company on 15 January 2021 in relation to delay in despatch of the Circular (as defined below); (iii) the announcement published by the Company on 1 February 2021 in relation to further delay in despatch of the Circular; and (iv) the circular published by the Company on 22 February 2021 (the “**Circular**”). Unless otherwise stated, terms used in this announcement shall have the same meanings as those defined in the Circular.

DESPATCH OF CIRCULAR

The Board is pleased to announce that the Circular containing (i) detail information on the Acquisition Agreement (and the transaction contemplated thereunder), the issuance of the Consideration Shares and other information as required to be disclosed under the Listing Rules and the Takeovers Code; (ii) details of the Whitewash Waiver; (iii) the recommendation of the Independent Board Committee in relation to the terms of the Acquisition Agreement and transactions contemplated thereunder (including the grant of the Specific Mandate) and the Whitewash Waiver; (iv) a letter of advice from the Independent Financial Adviser regarding the terms of the Acquisition Agreement and the transactions contemplated thereunder (including the grant of the Specific Mandate) and the Whitewash Waiver; and (v) notice of the SGM, together with a form of proxy for use at the SGM, were despatched to the Shareholders on 22 February 2021.

The SGM will be held at 3:00 p.m. on 15 March 2021 at Unit B, 10/F, E168, 166-168 Des Voeux Road Central, Sheung Wan, Hong Kong.

Shareholders are advised to review the Circular carefully and in particular the letter from the Independent Board Committee and the letter from the Independent Financial Adviser contained in the Circular before making any voting decision at the SGM.

By order of the Board of
Maxnerva Technology Services Limited
Chien Yi-Pin
Chairman

Hong Kong, 22 February 2021

As at the date of this announcement, the Board comprises four executive directors, namely, Mr. CHIEN Yi-Pin, Mr. CAI Liting, Mr. KAO Chao Yang and Mr. CHENG Yee Pun, one non-executive director, namely, Mr. JEON Eui Jong, and three independent non-executive directors, namely, Mr. TANG Tin Lok Stephen, Mr. KAN Ji Ran Laurie and Prof. ZHANG Xiaoquan.

As at the date of this announcement, the board of directors of the Seller comprises two directors, namely Ms. YU HUANG Chiu-Lian and Mr. HUANG De-Cai and the board of directors of Hon Hai comprises six directors, namely Mr. LIU Young-Way, Mr. LEE Jay, Mr. GOU Tai-Ming (Terry Gou), Mr. LU Fang-Ming, Mr. LU Sung-Ching, Dr. LIU Yee-Ru Christina, and three independent directors, namely, Mr. WANG James, Mr. KUO Tei-Wei, Mr. KUNG Kuo-Chuan.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than those relating to the Target Assets, the Seller, Hon Hai and their respective concert parties), and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by the directors of the Seller and Hon Hai) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.

The directors of the Seller and Hon Hai jointly and severally accept full responsibility for the accuracy of the information contained in this announcement relating to the Target Assets, the Seller, Hon Hai and their respective concert parties, and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed by the directors of the Seller and Hon Hai in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.