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## **HUAZHANG TECHNOLOGY HOLDING LIMITED**

**華章科技控股有限公司**

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

**(Stock Code: 1673)**

**DELAY IN DESPATCH OF CIRCULAR IN RELATION TO  
(1) PROPOSED OPEN OFFER ON THE BASIS OF  
ONE OPEN OFFER SHARE FOR EVERY TWO EXISTING  
SHARES HELD ON THE RECORD DATE;  
(2) CONNECTED TRANSACTION IN RELATION TO  
THE UNDERWRITING AGREEMENT; AND  
(3) APPLICATION FOR WHITEWASH WAIVER  
AND  
REVISED EXPECTED TIMETABLE**

Reference is made to the announcement of Huazhang Technology Holding Limited (the “**Company**”) dated 1 December 2023 (the “**Announcement**”) in relation to the proposed Open Offer, the Underwriting Agreement and the Whitewash Waiver. Unless the context otherwise requires, capitalised terms used herein shall have the same meaning as defined in the Announcement.

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

As set out in the Announcement, a circular containing, among other things, (i) information regarding the Open Offer, the Underwriting Agreement and the Whitewash Waiver; (ii) the recommendation from the Independent Board Committee to the Independent Shareholders on the Open Offer, the Underwriting Agreement and the Whitewash Waiver; (iii) the advice of the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders in relation to the Open Offer, the Underwriting Agreement and the Whitewash Waiver; (iv) other information required under the Listing Rules and the Takeovers Code; and (v) the notice of the EGM is required to be despatched to the Shareholders within 15 Business Days from the date of the Announcement pursuant to Rule 14A.68(11) of the Listing Rules and 21 days from the date of the Announcement pursuant to Rule 8.2 of the Takeovers Code (i.e. on or before Friday, 22 December 2023), whichever is earlier.

As additional time is required to prepare and finalise certain information to be included in the Circular including the letter from the Board and letter from the Independent Financial Adviser, and having considered the time required to finalise all information in the Circular and the intervening public holidays in Hong Kong, an application has been made to the Executive for a waiver from strict compliance with Rule 8.2 of the Takeovers Code, and the Executive has granted the consent that the Circular could be despatched by the Company to the Shareholders on or before 12 January 2024.

## **SUPPLEMENTAL AGREEMENT TO THE UNDERWRITING AGREEMENT**

On 22 December 2023, the Company and the Underwriter entered into a supplemental agreement to the Underwriting Agreement to extend (i) the Latest Time for Application from 4:00 p.m. on Friday, 9 February 2024 to 4:00 p.m. on Monday, 4 March 2024 or such other time or date as may be agreed between the Company and the Underwriter in writing, being the last time for application of and payment for the Open Offer Shares; (ii) the Latest Time for Termination from 4:00 p.m. on Thursday, 22 February 2024 to 4:00 p.m. on Wednesday, 13 March 2024, being the seventh Business Day after (but excluding) the Latest Time for Application, or such other time or date as may be agreed between the Company and the Underwriter, being the latest time to terminate the Underwriting Agreement; (iii) the Posting Date from Friday, 26 January 2024 to Monday, 19 February 2024, or such other date as the Company may determine and announce for the despatch of the Prospectus Documents; (iv) the Record Date from Thursday, 25 January 2024 to Friday, 16 February 2024 or such other date as the Underwriter may agree in writing with the Company as the date by reference to which entitlements to the Open Offer are to be determined; and (v) the Open Offer Settlement Date from Friday, 23 February 2024 to Thursday, 14 March 2024, being the eighth Business Day following the Latest Time for Application (or such other date as the Underwriter and the Company may agree in writing). Save as aforesaid, all material terms and conditions of the Underwriting Agreement shall remain in full force and effect.

## **REVISED EXPECTED TIMETABLE**

The expected timetable for the Open Offer has been revised as follows:

<b>Event</b>	<b>Date (Hong Kong time)</b>
Despatch date of the Circular, proxy form and notice of the EGM.....	Friday, 12 January 2024
Latest time for registration of Shares to qualify for attendance and voting at the EGM.....	4:30 p.m. on Friday, 26 January 2024

Closure of register of members of the Company to determine the qualification for attendance and voting at the EGM.....	From Monday, 29 January 2024 to Friday, 2 February 2024 (both dates inclusive)
Latest time for lodging proxy forms for the EGM.....	11:00 a.m. on Wednesday, 31 January 2024
Record date for attendance and voting at the EGM .....	Friday, 2 February 2024
Time and date of the EGM .....	11:00 a.m. on Friday, 2 February 2024
Announcement of the poll results of the EGM .....	Friday, 2 February 2024
Re-opening of the register of members of the Company .....	Monday, 5 February 2024
Last day of dealings in the Shares on a cum-entitlements basis .....	Monday, 5 February 2024
First day of dealings in the Shares on an ex-entitlements basis.....	Tuesday, 6 February 2024
Latest time for lodging transfers of the Shares in order for the transferees to qualify for the Open Offer.....	4:30 p.m. on Wednesday, 7 February 2024
Closure of register of members to determine the entitlements to the Open Offer.....	From Thursday, 8 February 2024 to Friday, 16 February 2024 (both dates inclusive)
Record Date for the Open Offer.....	Friday, 16 February 2024
Re-opening of the register of members of the Company .....	Monday, 19 February 2024

Despatch of Prospectus Documents (in the case of the Non-Qualifying Shareholders, the Prospectus only) .....	Monday, 19 February 2024
Latest Time for Application and payment for the Open Offer Shares .....	4:00 p.m. on Monday, 4 March 2024
Announcement of the number of the Unsubscribed Shares subject to the Unsubscribed Arrangements .....	Monday, 11 March 2024
Placing of the Unsubscribed Shares by the Placing Agent, on best effort basis .....	Tuesday, 12 March 2024
Placing End Date for placing the Unsubscribed Shares.....	4:00 p.m. on Wednesday, 13 March 2024
Latest Time for Termination by the Underwriter .....	4:00 p.m. on Wednesday, 13 March 2024
Open Offer Settlement Date and the Open Offer becomes unconditional.....	4:00 p.m. on Thursday, 14 March 2024
Announcement of the results of the Open Offer (including the results of placing of the Unsubscribed Shares).....	Friday, 15 March 2024
Despatch of certificates for the fully-paid Open Offer Shares .....	Monday, 18 March 2024
Despatch of refund cheques if the Open Offer is terminated.....	Monday, 18 March 2024
First day of dealings in the fully-paid Open Offer Shares .....	9:00 a.m. on Tuesday, 19 March 2024

Dates or times specified in the expected timetable above are indicative only and may be extended or varied. Any changes to the expected timetable will be published or notified to the Shareholders and the Stock Exchange as and when appropriate.

## CLOSURE OF REGISTER OF MEMBERS

Shareholders should note that as a result of the change in the expected timetable:

- (i) the register of members of the Company will be closed from Monday, 29 January 2024 to Friday, 2 February 2024 (both dates inclusive) for determining the identity of the Shareholders entitled to attend and vote at the EGM;
- (ii) the latest time for lodging transfer of the Shares in order to qualify for attending and voting at the EGM will be 4:30 p.m., on Friday, 26 January 2024;
- (iii) the register of members of the Company will be closed from Thursday, 8 February 2024 to Friday, 16 February 2024 (both dates inclusive) for determining entitlements to the Open Offer; and
- (iv) the latest time for lodging transfer of the Shares in order to qualify for the Open Offer will be 4:30 p.m. on Wednesday, 7 February 2024.

No transfer of Shares will be registered during the above book closure periods.

By order of the Board  
**Huazhang Technology Holding Limited**  
**Fang Hui**  
*Executive Director*

Hong Kong, 22 December 2023

*As at the date of this announcement, the executive Directors are Mr. Fang Hui and Mr. Chen Hongwei, the non-executive Director is Mr. Shi Chenghu and the independent non-executive Directors are Mr. Heng, Keith Kai Neng, Mr. Yao Yang Yang and Ms. Zhang Dong Fang.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed 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 statement in this announcement misleading.*