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AdTiger

ADTIGER CORPORATIONS LIMITED

虎視傳媒有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1163)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Reference is made to the announcement of the Company dated 10 January 2025 (the “**Announcement**”) in relation to the placing of new Shares under the General Mandate. Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement unless defined otherwise.

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that all the conditions of the Placing Agreement have been fulfilled and completion of the Placing took place on 24 January 2025. An aggregate of 149,400,000 Placing Shares were allotted and issued to not less than six Placees at the Placing Price of HK\$0.09 per Placing Share pursuant to the terms and conditions of the Placing Agreement, representing approximately 16.7% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares immediately upon Completion. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiry, (i) each of the Placees and their respective ultimate beneficial owners is an Independent Third Party; and (ii) none of the Placees has become a substantial Shareholder (as defined in the Listing Rules) immediately after Completion of the Placing.

The net proceeds from the Placing are approximately HK\$13,121,540. The Company intends to apply the net proceeds from the Placing to strengthen and improve the services of the Group’s AdTensor platform and for general working capital purposes.

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

The 149,400,000 Placing Shares, representing (a) 20% of the total number of Shares in issue immediately before Completion; and (b) approximately 16.7 % of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares immediately upon Completion.

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, the shareholding structure of the Company immediately before Completion and immediately upon Completion are set out as below:

	Immediately before Completion		Immediately upon Completion	
	<i>Number of Shares</i>	<i>Approximate % of number of Shares in issue (Note 1)</i>	<i>Number of Shares</i>	<i>Approximate % of number of Shares in issue (Note 1)</i>
Name of Shareholders				
Ms. Chang (Notes 2, 3)	288,000,000	38.55	288,000,000	32.13
Ms. Li (Notes 2, 3)	288,000,000	38.55	288,000,000	32.13
Mr. Yang (Note 4)	91,427,500	12.24	91,427,500	10.20
The Placees (Note 5)	28,000,000	3.75	177,400,000	19.79
Other public Shareholders	339,572,500	45.46	339,572,500	37.88
Total:	<u>747,000,000</u>	<u>100</u>	<u>896,400,000</u>	<u>100</u>

Notes:

- The percentages are subject to rounding difference, if any.
- 229,500,000 Shares are owned by Rowtel Technology Limited (“**Rowtel**”), a company beneficially and wholly owned by Fetech Media Limited (“**Fetech**”), which is in turn beneficially and wholly owned by Ms. Chang, and 58,500,000 Shares are owned by Westel Technology Limited (“**Westel**”), a company beneficially and wholly owned by Hera Bridge Media Limited (“**Hera**”), which is in turn beneficially and wholly owned by Ms. Li. As such, Ms. Chang is deemed to be interested in the Shares held by Rowtel and Ms. Li is deemed to be interested in the Shares held by Westel.
- Ms. Chang and Ms. Li executed certain acting-in-concert agreements on 11 May 2016, 31 May 2016 and 6 September 2019 to acknowledge and reflect the mutual understanding and intention, and to confirm that such acting in concert arrangement has been put in place and shall continue during the period as long as Ms. Chang and Ms. Li retain equity interest in the Group directly or indirectly. Each of Ms. Chang and Ms. Li is deemed to be interested in aggregate interests of 288,000,000 Shares.

4. 91,427,500 Shares are owned by Case Blue Limited (“**Case Blue**”), a company beneficially and wholly owned by Case Holdings Group Limited, which is in turn wholly and beneficially owned by Mr. Yang. As such, Mr. Yang is deemed to be interested in the Shares held by Case Blue.
5. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiry, (i) each of the Placees and their respective ultimate beneficial owners is an Independent Third Party; and (ii) none of the Placees has become a substantial Shareholder (as defined in the Listing Rules) immediately after Completion of the Placing.

By order of the Board
ADTIGER CORPORATIONS LIMITED
CHANG Sufang
*Chairman, Executive Director and
Chief Executive Officer*

Hong Kong, 24 January 2025

As of the date of this announcement, the executive Directors are Ms. CHANG Sufang and Ms. LI Hui; the non-executive Director is Mr. ZHENG Qi; and the independent non-executive Directors are Mr. YAO Yaping, Mr. CHAN Foon, and Mr. ZHANG Yaoliang.