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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)**

## **INSIDE INFORMATION**

### **DISPOSALS OF SHARES BY CONTROLLING SHAREHOLDER AND SUBSTANTIAL SHAREHOLDER**

This announcement is made by the Company pursuant to the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rule 13.09 of the Listing Rules.

#### **THE DISPOSALS**

The Board was notified by Westel and Taschh that they had recently entered into sale and purchase agreements with the Purchasers, pursuant to which Westel and Taschh agreed to sell to the Purchasers 30,000,000 Shares and 60,000,000 Shares, representing approximately 4.02% and 8.03% of the issued share capital of the Company as at the date of this announcement, for a total cash consideration of HK\$4,000,000 and HK\$6,600,000 (being approximately HK\$0.1333 per Share and HK\$0.11 per Share), respectively.

The Disposals were completed on 29 June 2023. Upon completion of the Disposals, (i) Westel remains as a controlling Shareholder of the Company; (ii) Taschh ceased to be a substantial Shareholder of the Company; and (iii) none of the Purchasers became a substantial Shareholder of the Company.

The Board does not expect the Disposals to have any significant or adverse impact on the business operations and the composition of the management of the Group.

## EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

Immediately after the completion of the Disposals, Westel and Taschh are interested in 58,500,000 Shares and 30,000,000 Shares, representing approximately 7.83% and 4.02%, respectively, of the issued share capital of the Company as at the date of this announcement. Details of the change in the shareholding of Westel, Taschh and the Purchasers in the Company immediately after completion of the Disposals are set out as follows:

Name of Shareholder	Immediately prior to the completion of the Disposals		Immediately after the completion of the Disposals	
	No. of Shares	Approximate % of number of Shares in issue	No. of Shares	Approximate % of number of Shares in issue
Ms. Chang (Notes 1, 3)	318,000,000	42.57	288,000,000	38.55
Ms. Li (Notes 2, 3)	318,000,000	42.57	288,000,000	38.55
Rowtel Technology Limited (“ <b>Rowtel</b> ”) (Note 1)	229,500,000	30.72	229,500,000	30.72
Fetech Media Limited (“ <b>Fetech</b> ”) (Note 1)	229,500,000	30.72	229,500,000	30.72
Westel (Note 2)	88,500,000	11.85	58,500,000	7.83
Hera Bridge Media Limited (“ <b>Hera</b> ”) (Note 2)	88,500,000	11.85	58,500,000	7.83
Mr. Hsia (Note 4)	90,000,000	12.05	30,000,000	4.02
Taschh (Note 4)	90,000,000	12.05	30,000,000	4.02
Purchasers	5,427,500	0.73	95,427,500	12.77

### Notes:

- Rowtel is beneficially and wholly owned by Fetech, which is in turn beneficially and wholly owned by Ms. Chang. As such, each of Fetech and Ms. Chang is deemed to be interested in the Shares held by Rowtel.
- Westel is beneficially and wholly owned by Hera, which is in turn beneficially and wholly owned by Ms. Li. As such, each of Hera 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. As such, each of Ms. Chang and Ms. Li is deemed to be interested in the Shares each other is interested in.

4. Taschh is beneficially and 99.99% owned by Tiequan LLC. Tiequan LLC is in turn beneficially and wholly owned by Tiequan Trust, while Southpac Trust International, Inc. acts as the trustee of Tiequan Trust. Mr. Hsia is the sole beneficiary of Tiequan Trust. As such, Mr. Hsia is deemed to be interested in the Shares held by Taschh.

## DEFINITIONS

In this announcement, the following expressions shall have the meanings set out below unless the context requires otherwise:

“Board”	the board of Directors
“Company”	ADTIGER CORPORATIONS LIMITED, a company incorporated in the Cayman Islands as an exempted company with limited liability, the Shares of which are listed and traded on the Main Board of the Stock Exchange
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“controlling Shareholder(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“Disposals”	collectively, the disposals of (i) 30,000,000 Shares by Westel; and (ii) 60,000,000 Shares by Taschh to the Purchasers pursuant to certain sale and purchase agreements
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Third Party(ies)”	third party(ies) independent of and not connected with the Company and any of its connected persons
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended from time to time
“Mr. Hsia”	Mr. HSIA Timothy Chunhon, a non-executive Director
“Ms. Chang”	Ms. CHANG Sufang (常素芳), an executive Director and one of the controlling Shareholders

“Ms. Li”	Ms. LI Hui (李慧), an executive Director and one of the controlling Shareholders
“PRC”	the People’s Republic of China, and for the purposes of this announcement only and except where the context requires otherwise, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Purchasers”	means the three individual or corporate purchasers under the Disposals, all of whom are Independent Third Parties
“Share(s)”	ordinary share(s) in the share capital of the Company, currently of nominal value US\$0.0005 each
“Shareholder(s)”	holder(s) of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“substantial Shareholder(s)”	has the meaning ascribed to it under the Listing Rules
“Taschh”	Taschh Limited, a company incorporated in Hong Kong with limited liability on 22 May 2015
“Westel”	Westel Technology Limited, a company incorporated in the British Virgin Islands with limited liability on 27 December 2018, one of the controlling Shareholders
“%”	per cent

By order of the Board  
**ADTIGER CORPORATIONS LIMITED**  
**CHANG Sufang**

*Chairman, Executive Director and Chief Executive Officer*

Hong Kong, 29 June 2023

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