

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.

HATCHER GROUP LIMITED

亦辰集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8365)

TERMINATION OF A MAJOR TRANSACTION

References are made to the announcements of Hatcher Group Limited (the “**Company**”) dated 6 October 2023 and 10 November 2023 (the “**Announcements**”) in relation to the Acquisition. Capitalised terms used herein shall have the same meanings as those defined in the Announcements unless the context otherwise requires.

The Board wishes to announce that on 22 November 2023 (after trading hours), the Purchaser and the Vendor (each a “**Party**”, and collectively the “**Parties**”) entered into a termination agreement (the “**Termination Agreement**”), pursuant to which the Parties have irrevocably agreed to terminate the Sale and Purchase Agreement with effect from the date of the Termination Agreement (save for the provisions relating to confidentiality which shall survive termination). The Parties decided not to proceed with the Acquisition.

Pursuant to the Termination Agreement, save for the provisions relating to confidentiality, the respective responsibilities and obligations of the Parties under the Sale and Purchase Agreement shall be released, waived, revoked and terminated with effect from the date of the Termination Agreement and the Parties irrevocably agreed not to pursue any past, existing and future claims or legal actions of any kind which any Party has or may have against the other in respect of the matters in connection with the Sale and Purchase Agreement.

Given the considerable time has lapsed since the negotiation and signing of the Sale and Purchase Agreement and the change of market situation, the Board is, after due and careful consideration, of the view that it is in the best interest of the Company and its shareholders not to proceed with the Acquisition under the current terms and conditions of the Sale and Purchase Agreement.

The Board considers that the Termination Agreement will not have any material adverse effect on the business, operations or financial position of the Group.

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

Hong Kong, 22 November 2023

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*)

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 Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited 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*