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HATCHER GROUP LIMITED

亦辰集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8365)

ADJUSTMENTS TO THE SHARE OPTIONS

Reference is made to the circular (the “**Circular**”) of Hatcher Group Limited (the “**Company**”) dated 8 December 2023 in relation to the Share Consolidation, and the Company’s announcement dated 3 January 2024 in relation to the poll results of the EGM of the Company held on 3 January 2024. Unless the context otherwise states, terms used in this announcement shall have the same meanings as defined in the Circular.

ADJUSTMENTS TO THE SHARE OPTIONS

As at the effective date of the Share Consolidation, there are 44,280,000 outstanding share options (“**Share Options**”) entitling the holders thereof to subscribe for up to an aggregate of 44,280,000 Existing Shares under the Share Option Scheme. As of the date of this announcement (“**Effective Date**”), the following adjustments will be made to the exercise price of the Share Options and the number of Consolidated Shares falling to be issued upon the exercise of the Share Options in accordance with (i) the terms and conditions of the Share Option Scheme; (ii) Rule 23.03(13) of the GEM Listing Rules and (iii) Note Immediately After the Rule attached to the Frequently Asked Question No. 072–2020 issued by the Stock Exchange on 6 November 2020 (the “**Supplementary Guidance**”).

Date of Grant	Exercise Period		Immediately before the Effective Date		Immediately after the Effective Date	
			Exercise price per Existing Share	Number of Existing Shares to be issued upon full exercise of the Share Options	Exercise price per Consolidated Share	Number of Consolidated Shares to be issued upon full exercise of the Share Options
30 December 2022	30 December 2022	29 December 2032	HK\$0.88	44,280,000	HK\$22.00	1,771,200

The above adjustments in relation to the Share Options will take effect on the Effective Date. Save for the above adjustments, all other terms and conditions of the outstanding Share Options remain unchanged.

The independent financial advisor appointed by the Company has confirmed to the Directors in writing that the adjustments made to the exercise prices of the Share Options and the number of Consolidated Shares falling to be issued upon the exercise of the Share Options are in accordance with the terms of the Share Option Scheme, Rule 23.03(13) of the GEM Listing Rules and the Supplementary Guidance.

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

Hong Kong, 5 January 2024

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 GEM Listing Rules 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 Stock Exchange's website at www.hkexnews.hk on the "Latest Listed Company Information" page for at least 7 days from the date of its posting. This announcement will also be published and remains on the Company's website at www.hatcher-group.com.

** for identification purpose only*