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Hong Kong Technology Venture Company Limited
香港科技探索有限公司

(Incorporated in Hong Kong with limited liability under the Companies Ordinance)
(Stock Code: 1137)

**CONDITIONAL CASH OFFER BY
SOMERLEY CAPITAL LIMITED ON BEHALF OF
HONG KONG TECHNOLOGY VENTURE COMPANY LIMITED
TO BUY-BACK UP TO 100,000,000 SHARES AT HK\$2.15 PER SHARE
AND
APPLICATION FOR WHITEWASH WAIVER**

COMPLETION OF THE OFFER

Financial Adviser to the Company



Independent Financial Adviser to the Independent Board Committee



RAINBOW CAPITAL (HK) LIMITED
泓博資本有限公司

References are made to (i) the offer document of Hong Kong Technology Venture Company Limited (the “**Company**”) dated 14 June 2024 in relation to, among other things, the Offer and the Whitewash Waiver (the “**Offer Document**”), (ii) the announcement of the Company dated 9 July 2024 in relation to the poll results of the EGM, and (iii) the announcement of the Company dated 23 July 2024 in relation to, among other things, the close and results of the Offer. Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as those defined in the Offer Document.

The Company announces that completion of the Offer and cancellation of the 100,000,000 Shares bought-back by the Company (“**Completion**”) took place on Tuesday, 30 July 2024. As a result, immediately after Completion, the total number of issued Shares was reduced from 888,545,781 to 788,545,781 Shares and the aggregate interests of the Top Group Concert Group in the issued Shares were increased from approximately 45.75% to approximately 51.55%.

The table below shows the shareholding structure of the Company (A) immediately prior to Completion and (B) immediately after Completion:

Name of Shareholder	Immediately prior to Completion		Immediately after Completion	
	Number of Shares	Approximate %	Number of Shares	Approximate %
Top Group Concert Group				
Top Group (<i>Note 1</i>)	355,051,177	39.96	355,051,177	45.03
Mr. Wong (<i>Note 1</i>)	–	–	–	–
Mr. Cheung (<i>Note 2</i>)	26,453,424	2.98	26,453,424	3.35
Worship Ltd. (<i>Note 2</i>)	24,924,339	2.81	24,924,339	3.16
Ms. Wong (<i>Note 3</i>)	50,000	0.01	50,000	0.01
Aggregate number of Shares held by Top Group Concert Group	406,478,940	45.75	406,478,940	51.55
Directors				
Mr. Lau	–	–	–	–
Ms. Zhou	–	–	–	–
Independent Shareholders	482,066,841	54.25	382,066,841	48.45
Total	<u>888,545,781</u>	<u>100.00</u>	<u>788,545,781</u>	<u>100.00</u>

Notes:

- Top Group is a corporation accustomed to act in accordance with Mr. Wong’s directions. Mr. Wong is also interested in 10,000,000 outstanding Share Options.
- Worship Ltd. is a company controlled by Mr. Cheung. Mr. Cheung is also interested in 9,000,000 outstanding Share Options.
- Ms. Wong is also interested in 4,000,000 outstanding Share Options.
- Somerley is the financial adviser to the Company in respect of the Offer. Accordingly, Somerley and relevant members of the Somerley Group are presumed to be acting in concert with the Company in accordance with class (5) of the definition of “acting in concert” in the Codes. Somerley and relevant members of the Somerley Group do not hold any Share as at the date of this announcement.
- Percentages may not add up to 100% due to rounding.

A remittance for such total amount due to each Accepting Shareholder in respect of such Shares bought-back by the Company under the Offer (subject to deduction of the seller's ad valorem stamp duty due on the buy-back of the Shares from the amount payable in cash) and the Title Documents in respect of the balance of the Shares tendered under the Offer that have not been bought-back by the Company in full, have been sent by ordinary post to the Accepting Shareholders at their own risk, on 30 July 2024.

By order of the Board
Hong Kong Technology Venture Company Limited
Wong Nga Lai, Alice
*Executive Director, Group Chief Financial Officer
and Company Secretary*

Hong Kong, 30 July 2024

As at the date of this announcement, the Board comprises:

Executive Directors:

Mr. Cheung Chi Kin, Paul (*Chairman*)

Mr. Wong Wai Kay, Ricky (*Vice Chairman and Group Chief Executive Officer*)

Ms. Wong Nga Lai, Alice (*Group Chief Financial Officer and Company Secretary*)

Mr. Lau Chi Kong (*Chief Executive Officer (International Business)*)

Ms. Zhou Huijing (*Chief Executive Officer (Hong Kong)*)

Independent Non-executive Directors:

Mr. Lee Hon Ying, John

Mr. Peh Jefferson Tun Lu

Mr. Mak Wing Sum, Alvin

Mr. Ann Yu Chiu Andy

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, 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.