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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)

VOLUNTARY ANNOUNCEMENT

LETTER OF INTENT IN RELATION TO POSSIBLE INVESTMENT

This announcement is made by Hatcher Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) on a voluntary basis.

LETTER OF INTENT

On 26 September 2024 (after trading hours), the Company entered into a non-legally binding letter of intent (the “**LOI**”) with Chromatic Media (the “**Target Company**”), pursuant to which the Company intends to enter into a possible transaction to invest an amount of approximately US\$5.0 million in the establishment of a wholly-owned subsidiary to be incorporated in a gaming-friendly jurisdiction and the strategic cooperation with the Target Company following the Company’s development in the gaming industry (the “**Possible Transaction**”).

Based on the management of the Target Company, the Company was given to understand that the Target Company is an investment holding company principally engaged in the development and operations of its social gaming platform.

To the best knowledge, information and belief of the directors of the Company, having made all reasonable enquiries, each of the Target Company and its respective associates are independent of and not connected with the Company and its connected persons (as defined in the Rules Governing the GEM Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”).

The parties agree that the Company shall conduct legal due diligence on the Target Company. The Target Company shall procure the relevant parties to provide assistance in this regard.

The Company and the Target Company will continue to proceed with further negotiation of and enter into of a formal and binding agreement in respect of the Possible Transaction.

The LOI does not constitute any legal and binding obligations on the parties thereto save for provisions relating to due diligence, confidentiality and governing law.

If any formal agreement materializes between the Company and the Target Company, the Possible Transaction may constitute a notifiable transaction of the Company under the GEM Listing Rules. Further announcement(s) will be made by the Company in accordance with all applicable requirements of the GEM Listing Rules as and when appropriate.

As the LOI is not legally binding, the Possible Transaction may or may not proceed. Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.

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

Hong Kong, 26 September 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 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*