

*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.*

*This announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the securities of Hong Kong Technology Venture Company Limited.*



**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)**

**ANNOUNCEMENT**  
**PURSUANT TO RULE 3.8 OF THE TAKEOVERS CODE**

This announcement is made by Hong Kong Technology Venture Company Limited (the “**Company**”) pursuant to Rule 3.8 of the Code on Takeovers and Mergers (the “**Takeovers Code**”).

Reference is made to the composite document (the “**Composite Document**”) jointly published by the Company and Mission Forward Limited (the “**Offeror**”) dated 22 July 2025 in relation to the unconditional mandatory cash offers by Somerley Capital Limited on behalf of the Offeror to acquire all of the issued shares in and to cancel all outstanding options of the Company (other than those shares and options already owned by the Offeror and parties acting in concert with it). Unless otherwise specified herein, capitalised terms used herein shall have the same meaning as those defined in the Composite Document.

## UPDATE ON THE NUMBER OF RELEVANT SECURITIES OF THE COMPANY

The Board announces that on 24 July 2025, a total of 20,000 new Shares were allotted and issued pursuant to the exercise of 20,000 Options in aggregate granted under the 2012 Share Option Scheme with details set out below:

<b>Date of grant</b>	<b>Period during which Options are exercisable</b>	<b>Exercise price per Share (HK\$)</b>	<b>Number of Options exercised</b>	<b>Number of new Shares issued upon exercise of Options</b>
21 February 2017	1 March 2018 to 20 February 2027	1.45	20,000	20,000
			<hr/>	<hr/>
		Total:	<u>20,000</u>	<u>20,000</u>

The Board further announces that on 24 July 2025, 5,232,462 Options granted under the 2012 Share Option Scheme had lapsed pursuant to the rules of the 2012 Share Option Scheme.

As at the date of this announcement and immediately after the exercise and lapse of the Options, details of all classes of relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) issued by the Company and the number of such securities in issue are as follows:

- (a) a total of 789,430,781 Shares with no par value in issue; and
- (b) a total of 35,328,500 outstanding Options in issue entitling the holders to subscribe for an aggregate of 35,328,500 Shares under the 2012 Share Option Scheme.

As at the date of this announcement, save as disclosed above, the Company has no other outstanding options, derivatives, warrants or securities which are convertible or exchangeable into Shares and the Company has no other relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code).

## DEALING DISCLOSURE

The associates (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company are hereby reminded to disclose their dealings in the relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company under Rule 22 of the Takeovers Code during the Offer Period.

In accordance with Rule 3.8 of the Takeovers Code, reproduced below is the full text of Note 11 to Rule 22 of the Takeovers Code:

***“Responsibilities of stockbrokers, banks and other intermediaries***

*Stockbrokers, banks and others who deal in relevant securities on behalf of clients have a general duty to ensure, so far as they are able, that those clients are aware of the disclosure obligations attaching to associates of an offeror or the offeree company and other persons under Rule 22 and that those clients are willing to comply with them. Principal traders and dealers who deal directly with investors should, in appropriate cases, likewise draw attention to the relevant Rules. However, this does not apply when the total value of dealings (excluding stamp duty and commission) in any relevant security undertaken for a client during any 7 day period is less than \$1 million.*

*This dispensation does not alter the obligation of principals, associates and other persons themselves to initiate disclosure of their own dealings, whatever total value is involved.*

*Intermediaries are expected to co-operate with the Executive in its dealings enquiries. Therefore, those who deal in relevant securities should appreciate that stockbrokers and other intermediaries will supply the Executive with relevant information as to those dealings, including identities of clients, as part of that co-operation.”*

**Independent Shareholders, Independent Optionholders and potential investors of the Company are advised to exercise caution in dealing in the securities of the Company and should consult their own professional advisers when in doubt.**

By Order of the Board  
**Hong Kong Technology Venture Company Limited**  
**Cheung Chi Kin, Paul**  
*Chairman*

Hong Kong, 24 July 2025

*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