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TIGER TECH

Tiger Tech Holdings Limited
老虎科技(控股)有限公司*

(incorporated in Bermuda with limited liability)
(Stock code: 8046)

Orient State Limited

(incorporated in the British Virgin Islands with limited liability)

JOINT ANNOUNCEMENT

**Acquisition of Shares by Orient State Limited,
possible conditional mandatory general offer by
Grand Vinco Capital Limited
on behalf of
Orient State Limited
for all the issued Shares in Tiger Tech Holdings Limited
(other than those Shares already owned or agreed to be acquired by
Orient State Limited and parties acting in concert with it)
and
resumption of trading**

Joint financial advisers to Orient State Limited

VINCO  城高
Grand Vinco Capital Limited

Nuada Limited

**Independent financial advisor to the Independent Board Committee of
Tiger Tech Holdings Limited**

VEDA | CAPITAL
智略資本

On 1 March 2007, Orient State Limited, being the Purchaser, entered into the S&P Agreement with the Vendors, pursuant to which the Purchaser conditionally agreed to purchase and the Vendors conditionally agreed to sell an aggregate of 143,000,000 Shares at a total consideration of HK\$3,800,000 (equivalent to approximately HK\$0.0266 per Share). The S&P Agreement is conditional upon fulfillment of the conditions specified therein and as described in the paragraph headed “Conditions” in the section headed “S&P Agreement” of this announcement.

Mr. Tony Hoo has agreed to act as the Guarantor in the S&P Agreement to guarantee in favour of the Purchaser the due and the punctual performance of the obligations of the Vendors under the S&P Agreement subject to and upon the terms and conditions of the S&P Agreement.

* For identification purposes only

Upon Completion, the Purchaser and parties acting in concert with it will own in aggregate 143,000,000 Shares, representing approximately 30.75% of the entire issued share capital of the Company as at the date of this announcement and is required under Rule 26.1 of the Takeovers Code to make mandatory conditional general offer for all the issued Shares not already owned by the Offeror and parties acting in concert with it.

Vinco will, on behalf of the Offeror, make the Offer in compliance with the Takeovers Code at approximately HK\$0.0266 per offer Share in cash. The terms of the Offer are set out under the section headed “Possible Conditional Mandatory General Offer” below. Vinco and Nuada are satisfied that there are sufficient financial resources available to the Offeror to meet the consideration for the Sale Shares and the full acceptance of the Offer.

Pursuant to the Takeovers Code, within 21 days after the date of this announcement or such later date as the Executive may approve, the Offeror and parties acting in concert with it are required to despatch an offer document in relation to the Offer. The Offeror and the Company intend to combine the offer document and the Company’s circular and despatch such composite document to the Shareholders, setting out, inter alia, the terms of the Offer, information on the Group, the letter from the Independent Board Committee containing its recommendation and advice to the Independent Shareholders in respect of the Offer and the letter from Veda Capital, the independent financial adviser containing its recommendation and advice to the Independent Board Committee in respect of the Offer, together with forms of acceptance and transfer, within such period.

At the request of the Company, trading in the Shares on the Stock Exchange was suspended with effect from 9:30 a.m. on 2 March 2007 pending the issue of this announcement. Application has been made by the Company for the resumption of trading in Shares on the Stock Exchange with effect from 9:30 a.m. on 14 March 2007.

Warning: Shareholders and investors are advised to exercise extreme caution in dealing in the Shares as the Offer may or may not become unconditional (please refer to the paragraph headed “Condition of the Offer” in the section headed “Possible mandatory conditional general offer” below). Further announcement will be made by the Company regarding the Offeror when appropriate.

S&P AGREEMENT

Date: 1 March 2007

Vendors: Precision and Timepiece, owned as to 44,000,000 Shares and 100,000,000 Shares, respectively representing approximately 9.46% and 21.51% of the entire issued share capital of the Company, collectively representing approximately 30.97% of the entire issued share capital of the Company.

As at the date of this announcement, Mr. Tony Hoo owned 44,000,000 Shares, 100,000,000 Shares, and 42,832,000 Shares through his beneficial holding in Precision, Timepiece, Bestmind respectively, representing approximately 9.46%, 21.51% and 9.21% of the entire issued share capital of the Company respectively. Mr. Tony Hoo also owned 4,000,000 Shares directly, representing approximately 0.86% of the entire issued share capital of the Company. In aggregate, Mr. Tony Hoo directly and indirectly owned 190,832,000 Shares, representing approximately 41.04% of the entire issued share capital of the Company as at the date of this announcement. Immediately after the completion of the Offer, Mr. Tony Hoo will remain beneficially interested in 47,832,000 Shares, representing approximately 10.29% of the entire issued capital of the Company as he has given an irrevocable undertaking in favour of the Offeror that he and parties acting in concert with him will not accept the Offer in relation to same Shares.

Purchaser: Orient State Limited, a company incorporated in the British Virgin Islands

As at the date of this announcement, each of the Purchaser and its ultimate beneficial owners is not acting in concert with any Shareholders and is a third party independent of the Company and its connected persons.

Sale Shares: 43,000,000 Shares and 100,000,000 Shares beneficially owned by Precision and Timepiece respectively, which in aggregate amount to 143,000,000 Shares, representing approximately 30.75% of the entire issued share capital of the Company as at the date of this announcement.

Consideration: HK\$3,800,000, representing a price of approximately HK\$0.0266 per Sale Share.

Conditions Completion is conditional upon:

- (1) trading in the Shares on GEM not being suspended for a period of more than seven consecutive trading days in the period of 21 days immediately preceding Completion excluding any suspension for the purposes of clearing any announcement or circular in relation to the Offer by the regulatory authorities;
- (2) trading in the Shares on the GEM not being revoked or withdrawn at any time prior to Completion;
- (3) there being no indication from the Stock Exchange or the SFC that listing of the Shares will be suspended, revoked or withdrawn at any time after Completion, whether in connection with any of the transactions contemplated by the S&P Agreement;
- (4) completion of the due diligence review to be conducted under the S&P Agreement and the results of such due diligence review have not revealed or disclosed any matter, fact or circumstances which constitutes or is likely to constitute any material breach of any of the Warranties or other provisions under the S&P Agreement;
- (5) the Warranties remaining true and accurate in the material respects; and
- (6) all necessary consents and approvals as may be required in respect of the sale of the Sales Shares and the transactions contemplated under the S&P Agreement having been obtained by the Vendors.

Completion: Upon compliance with or fulfillment or waiver of all conditions of the S&P Agreement as set out above, Completion shall take place on the date falling on the second Business Day after all the conditions set out under the S&P Agreement have been fulfilled or waived or such other date as may be agreed between the parties. The S&P Agreement shall cease and determine if the abovementioned conditions are not fulfilled at or before 12:00 p.m. on 15 March 2007 or any such later date as both the Purchaser and the Vendors may agree.

Sale Shares

An aggregate of 143,000,000 Sale Shares will be transacted, representing approximately 30.75% of the entire issued share capital of the Company as at the date of this announcement. The Sale Shares will be free from all claims, charges, liens, encumbrances, equities and other third parties' rights on Completion.

POSSIBLE CONDITIONAL MANDATORY GENERAL OFFER

Subject to the Completion, the Offeror and parties acting in concert with it will be interested in 143,000,000 Shares, representing approximately 30.75% of the entire issued share capital of the Company. Accordingly, the Offeror and parties acting in concert with it will be required to make a mandatory conditional general offer for all the issued Shares (other than those already owned or agreed to be acquired by the Offeror and parties in concert with it) pursuant to Rule 26.1 of the Takeovers Code.

As at the date of this announcement, there were 465,000,000 Shares in issue and there were no outstanding warrants or share options or derivatives or securities convertible into Shares. Taking into account the aggregate of 143,000,000 Shares to be acquired by the Offeror and its concert parties, 322,000,000 Shares will be subject to the Offer.

Immediately after the completion of the Offer, Mr. Tony Hoo will remain beneficially interested in 47,832,000 Shares, representing approximately 10.29% of the entire issued capital of the Company as he has given an irrevocable undertaking in favour of the Offeror that he and parties acting in concert with him will not accept the Offer in relation to same Shares.

Save for the Shares acquired under the S&P Agreement, there has been no dealings in the Shares by the Offeror and parties acting in concert with it during the six-month period prior to the date of the S&P Agreement and up to the date of this announcement.

The Offer will be made on the terms set out below.

PRINCIPAL TERMS OF THE OFFER

Vinco will, on behalf of the Purchaser, make the Offer in compliance with the Takeovers Code on the following basis:

for each offer Share HK\$0.0266 in cash

Condition of the Offer

The Offer will only be made if the S&P Agreement is completed and, if made, is conditional upon the Offeror having received acceptances of the Offer for the Shares which, together with the Shares already owned or agreed to be acquired by the Offeror and parties acting in concert with it before or during the Offer period, will result in the Offeror and parties acting in concert with it holding more than 50% of the voting rights of the Company. As at the date of this announcement, save as the irrevocable undertaking given by Mr. Tony Hoo in favour of the Offeror that Mr. Tony Hoo and parties acting in concert with him will not accept the Offer as to 47,832,000 Shares (representing approximately 10.29% of the entire issued share capital of the Company), beneficially owned by Mr. Tony Hoo and parties acting in concert with him after the completion of the S&P Agreement, the Offeror and parties acting in concert with it have not received any irrevocable commitment to accept or not to accept the Offer. Moreover, there is no arrangement in relation to the shares of the Offeror or the Shares and which might be material to the Offer. Furthermore, there is no agreement or arrangement to which the Offeror is party which relates to the circumstances in which it may or may not invoke or seek to invoke a pre-condition or a condition to the Offer.

Comparisons of value

The price of HK\$0.0266 for each Offer Share is the same as the price agreed to be paid by Purchaser for each Sale Share under the S&P Agreement and represents:

- (a) a discount of approximately 58.44% to the closing price of HK\$0.0640 per Share as quoted on the Stock Exchange on the Last Trading Day;
- (b) a discount of approximately 58.18% to the average of the closing prices of HK\$0.0636 per Share for the 5 trading days up to and including the Last Trading Day;
- (c) a discount of approximately 55.14% to the average of the closing prices of HK\$0.0593 per Share for the 10 trading days up to and including the Last Trading Day;
- (d) a discount of approximately 48.65% to the average of the closing prices of approximately HK\$0.0518 per Share for the 30 consecutive trading days up to and including the Last Trading Day; and
- (e) a premium of approximately 158.25% over the unaudited consolidated net asset value per Share of approximately HK\$0.0103 as at 31 December 2006 based on the unaudited consolidated accounts of the Group.

Highest and lowest prices

The highest and lowest closing prices of the Shares as quoted on the Stock Exchange during the six month period immediately prior to the date of announcement were HK\$0.0690 per Share on 26 February 2007 and HK\$0.0360 per Share on 29 December 2006, 2 January 2007 and 9 January 2007 respectively.

Total consideration

As at the date of this announcement, there were 465,000,000 Shares in issue. Based on the offer price of HK\$0.0266 per Offer Share, the entire issued share capital of the Company is valued at HK\$12,369,000 and the 143,000,000 Sale Shares are valued at HK\$3,800,000.

Vinco and Nuada are satisfied that there are sufficient financial resources available to the Offeror to meet the consideration for the Sale Shares and the full acceptance of the Offer.

Effect of accepting the Offer

By accepting the Offer, the accepting Shareholders will sell their Shares and all rights attached to them to the Offeror free from all liens, claims and encumbrances and together with all rights attaching to the Shares as at the date of the close of the Offer, including the rights to receive all dividends and distribution declared, made or paid on or after completion of the Offer.

Settlement of the consideration

Stamp duty at a rate of HK\$1 for every HK\$1,000 (or part thereof) of the amount payable in respect of relevant acceptances, or, if higher, the market value of the Shares subject to such acceptance, will be deducted from the amount payable to the Shareholders who accept the Offer. The Offeror will then pay such stamp duty to the stamp office of the Inland Revenue Department of Hong Kong.

The amounts due to the Shareholders (as the case may be) who accept the Offer should be paid by the Offeror to the Shareholders as soon as possible but in any event within 10 days of the later of the date on which the Offer becomes, or is declared, unconditional and the date of receipt of a duly completed acceptance in accordance with the Takeovers Code.

INFORMATION ON THE VENDORS

Precision and Timepiece are investment holding companies, incorporated in the British Virgin Islands with limited liability. The entire issued share capital of each of Precision and Timepiece is directly wholly and beneficially owned by Mr. Tony Hoo, who is also the sole director of each of these companies and an executive director of the Company.

INFORMATION ON THE COMPANY

The Company was incorporated in Bermuda as an exempted company on 9 September 2002 with limited liability, and the issued Shares of which are listed on GEM. The Group is principally engaged in the provision of enterprise thin client solutions and cable networking thin client solutions.

Based on the annual reports of the Company, the net loss attributable to equity holders of the Company for the year ended 30 June 2005 and 30 June 2006 was approximately HK\$7.17 million and HK\$2.48 million, representing a loss per Share of approximately HK\$0.0154 and HK\$0.0053 respectively. The unaudited consolidated net asset value of the Group as at 31 December 2006 was approximately HK\$4.78 million. Based on unaudited consolidated financial statement of the Group for the six months ended 31 December 2006, the net loss attributable to equity holders of the Company for the same period was approximately HK\$0.11 million, representing a loss per Share of approximately HK\$0.0002.

The following table sets out the shareholding structure of the Company as at the date of this announcement and after the Completion but before the Offer:

	As at the date of this announcement		After the Completion and before the Offer	
	Number of Shares	% (approx.)	Number of Shares	% (approx.)
Vendors ^{Note 1}	144,000,000	30.97	1,000,000	0.22
Bestmind ^{Note 1}	42,832,000	9.21	42,832,000	9.21
Mr. Tony Hoo	4,000,000	0.86	4,000,000	0.86
Sub-total for Mr. Tony Hoo and parties acting in concert with him	190,832,000	41.04	47,832,000	10.29
Smart Trader (Hong Kong) Limited	25,000,000	5.38	25,000,000	5.38
The Offeror and its concert parties	—	—	143,000,000	30.75
Public	249,168,000	53.58	249,168,000	53.58
Total	465,000,000	100%	465,000,000	100%

Note 1: The Vendors and Bestmind are wholly and beneficially owned by Mr. Tony Hoo.

INFORMATION ON THE OFFEROR AND ITS INTENTION REGARDING THE COMPANY

The Offeror was incorporated in the British Virgin Islands on 1 February 2007, has not commenced on any business and will be an investment holding company. The entire issued share capital of the Offeror is beneficially owned by Mr. Lam.

Mr. Lam is the sole director of the Offeror. Mr. Lam has around 20 years of experience in the Hong Kong financial market, ranging from the field of securities, foreign exchange to corporate banking. He has been actively involved in the management of a number of reputable financial institutions over 10 years. Mr. Lam is currently an executive director of Aurora Global Investment Holdings Limited (stock code: 353).

It is the intention of the Offeror that the existing principal activities of the Group will remain unchanged and the Offeror has no intention to make any material changes to the employees or management of the Group or to dispose of any material assets or businesses of the Group other than in its ordinary course of business and has no intention to inject any material assets or businesses into the Group. There is currently no concrete plan on any appointment of Director to the Board. Subject to the completion of the Offer, if thought fit, the Offeror may appoint new directors into the Board to strengthen the corporate governance and management of the Company.

The Offeror will conduct a review of business operation and financial position of the Group for the purpose of formulating business plans and strategies for streamlining in the existing business operation and improve the financial position of the Group and for the future business development of the Group. Subject to the result of the review and should suitable investment or business opportunities arise, the Offeror may consider diversifying the business of the Group with an objective to broaden its income source. However, no such investment or business opportunities have been identified at this stage.

MAINTAINING THE LISTING STATUS OF THE COMPANY

The Offeror has no intention to privatize the Company. The Offeror intends to maintain the listing of the Shares on the Stock Exchange. The Company, the Directors and the Offeror will jointly and severally undertake to the Stock Exchange to take appropriate steps to ensure that not less than 25% of the Shares will be held by the public at all times.

The Stock Exchange has indicated that if, upon closing of the Offer, less than the minimum prescribed percentage applicable to the Company, being 25% of the issued Shares, are held by the public or if the Stock Exchange believes that:

- (i) a false market exists or may exist in the Shares; or
- (ii) there are insufficient Shares in public hands to maintain an orderly market,

it will consider exercising its discretion to suspend trading in the Shares.

GENERAL INFORMATION

Pursuant to the Takeovers Code, within 21 days after the date of this announcement or such later date as the Executive may approve, the Offeror and parties acting in concert with it are required to despatch an offer document in relation to the Offer. The Offeror and the Company intend to combine the offer document and the Company's circular and despatch such composite document to the Shareholders, setting out, inter alia, the terms of the Offer, information on the Group, the letter from the Independent Board Committee containing its recommendation and advice to the independent Shareholders in respect of the Offer and the letter from Veda Capital, the independent financial adviser containing its recommendation and advice to the Independent Board Committee in respect of the Offer, together with forms of acceptance and transfer and cancellation, within such period.

The Independent Board Committee, comprising Dr. Pak Wai, Martin, Mr. Lam Nai Hung and Mr. Yu Kam Sing, Raymond, all being independent non-executive Directors of the Company, was formed to advise the Independent Shareholders on the Offer. Veda Capital was appointed by the Company and was approved by the Independent Board Committee to advise the Independent Board Committee in respect of the Offer.

Stockbrokers, banks and others who deal in relevant securities of the Company 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 and other persons under Rule 22 of the Takeovers Code and 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 pursuant to the Takeovers Code. 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 HK\$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 enquires. 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.

UNUSUAL PRICE MOVEMENT

The Directors noted the increase in the share price of the Shares on 1 March 2007 and wish to state that they are not aware of any reasons for such increase. Save as the information included herein, the Directors confirm that there are no negotiations or agreements relating to intended acquisitions or realisations which are discloseable under Chapters 19 to 20 of the GEM Listing Rules, neither is the Board aware of any matter discloseable under the general obligation imposed by rule 17.10 of the GEM Listing Rules, which is or may be of a price-sensitive nature.

RESUMPTION OF TRADING

At the request of the Company, trading in the Shares on the Stock Exchange was suspended with effect from 9:30 a.m. on 2 March 2007 pending publication of this announcement. Application has been made by the Company for the resumption of trading in the Shares on the Stock Exchange with effect from 9:30 a.m. on 14 March 2007.

DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise.

“acting in concert”	has the meaning ascribed to it under the Takeovers Code
“Bestmind”	Bestmind Associates Limited, a company incorporated in the British Virgin Islands with limited liability, which is wholly and beneficially owned by Mr. Tony Hoo
“Board”	the board of directors of the Company from time to time
“Business Day”	a day (other than a Saturday, Sunday, public holiday or day on which a tropical cyclone warning signal no. 8 or above or a black rainstorm warning signal is hoisted in Hong Kong at any time between 9:00 a.m. and 5:00 p.m.) on which licensed banks in Hong Kong are generally open for business throughout their normal business hours
“Company”	Tiger Tech Holdings Limited (Stock code: 8046), a company incorporated in Bermuda with limited liability and the issued Shares of which are listed on GEM
“Completion”	completion of the sale and purchase of the Sale Shares in accordance with the terms and conditions of the S&P Agreement
“Director(s)”	director(s) of the Company
“Dollars” or the sign “HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Executive”	the Executive Director of the Corporate Finance Division of the SFC from time to time and any delegate of such Executive Director
“GEM”	the Growth Enterprise Market of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“Group”	the Company and its subsidiaries
“Guarantor”	Mr. Tony Hoo, the sole shareholder and sole director of Precision and Timepiece and an executive Director
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Independent Board Committee”	a committee of the Board comprising the three independent non-executive Directors constituted to advise the Independent Shareholders in relation to the Offer

“Independent Shareholders”	Shareholders other than the Offeror and parties acting in concert with it
“Last Trading Day”	1 March 2007
“Long Stop Date”	15 March 2007, being the date falling 14 days after the date of the S&P Agreement or such other date as the parties to the S&P Agreement may agree
“Mainland China”	the People’s Republic of China, which for the purpose of this announcement, excludes Hong Kong, Macao and Taiwan
“Mr. Lam”	Mr. Lam Shu Chung, the sole shareholder and director of the Offeror
“Nuada”	Nuada Limited, a licensed corporation for Type 6 (advising on corporate finance) regulated activities under the SFO, and one of the joint financial advisers to the Offeror in respect of the Offer
“Offer”	the conditional cash offer to be made by the Vinco on behalf of the Purchaser (subject to Completion) to the Shareholders (other than the Purchaser and parties acting in concert with it) for their Shares in compliance with the Takeovers Code
“Precision”	Precision Assets Limited, a company incorporated in the British Virgin Islands with limited liability
“Purchaser” or “Offeror”	Orient State Limited, an investment holding company incorporated in the British Virgin Islands with limited liability
“Sale Shares”	the 143,000,000 Shares registered in the name of and beneficially owned by the Vendors representing approximately 30.75% of the entire issued share capital of the Company as at the date of the S&P Agreement
“SFC”	the Securities and Futures Commission of Hong Kong
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Shareholders”	the holders of Shares
“Shares”	shares of HK\$0.01 each in the share capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“S&P Agreement”	the agreement dated 1 March 2007, entered into among the Purchaser, the Vendors and the Guarantor for the sale and purchase of the Sale Shares
“Takeovers Code”	the Hong Kong Code on Takeovers and Mergers, as amended from time to time

“Timepiece”	Timepiece Associates Limited, a company incorporated in the British Virgin Islands with limited liability
“Veda Capital”	Veda Capital Limited, a licensed corporation for Type 6 (advising on corporate finance) regulated activities under the SFO, the independent financial adviser appointed by the Company to advise the independent board committee of the Company
“Vendors”	Precision and Timepiece
“Vinco”	Grand Vinco Capital Limited, a licensed corporation for Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities under the SFO, and one of the joint financial advisers to the Offeror in respect of the Offer
“Warranties”	the representations, warranties and indemnities given by the Vendors under the S&P Agreement
“%”	per cent.

By Order of the board of
Tiger Tech Holdings Limited
Too Shu Wing
Executive Director

By Order of the board of
Orient State Limited
Lam Shu Chung
Sole director

Hong Kong, 13 March 2007

As at the date of this announcement, the Board comprises five executive Directors, namely Mr. Lee Hai Chu, Mr. Tony Hoo, Mr. Too Shu Wing, Mr. Tso Hai Sai, Bosco and Mr. Yim Kai Pung and three independent non-executive Directors, namely, Dr. Pak Wai, Martin, Mr. Lam Nai Hung and Mr. Yu Kam Sing, Raymond.

The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this announcement (other than that in relation to the Group) and confirms, having made all reasonable enquiries, that to the best of his 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 of the statements in this announcement misleading.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that in relation to the Offeror and parties acting in concert with it) 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 of the statements in this announcement misleading.

This announcement will remain on the page of “Latest Company Announcements” on the GEM website for at least 7 days from the date of its posting.