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## **Futong Technology Development Holdings Limited**

**富通科技發展控股有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock code: 465)**

### **(1) UNUSUAL MOVEMENTS IN PRICE AND TRADING VOLUMES AND**

### **(2) ANNOUNCEMENT PURSUANT TO RULE 13.09 OF THE LISTING RULES, RULE 3.7 OF THE TAKEOVERS CODE AND INSIDE INFORMATION PROVISIONS UNDER THE SECURITIES AND FUTURES ORDINANCE**

This announcement is made by Futong Technology Development Holdings Limited (the “**Company**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and Rule 3.7 of The Hong Kong Code on Takeovers and Mergers (the “**Takeovers Code**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (“**SFO**”) (Chapter 571 of the Laws of Hong Kong).

### **UNUSUAL MOVEMENTS IN PRICE AND TRADING VOLUMES AND POSSIBLE TRANSACTION**

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company has noted the recent unusual movements in the price and trading volume of the Company’s shares (the “**Shares**”). The Company was informed by Mr. Chen Jian (“**Mr. Chen**”), the Chairman of the Board and an executive Director, that on 2 April 2026, he entered into a memorandum of understanding (the “**MOU**”) with an independent third party as purchaser (the “**Potential Purchaser**”) in respect of a possible sale and purchase of 187,410,000 shares in the Company (representing approximately 60.21% of the total issued share capital of the Company as at the date of this announcement), which, if materialised, may lead to a change in control of the Company and a mandatory general offer under the Takeovers Code for all the issued shares of the Company (the “**Share(s)**”) (other than those already owned by or agreed to be acquired by the Potential Purchaser and parties acting in concert with it) (the “**Possible Transaction**”).

No formal and legally binding sale and purchase agreement has been entered into in respect of the Possible Transaction as at the date of this announcement. The discussions are still in progress and the Possible Transaction may or may not proceed.

Save and except for the provisions relating to deposit, exclusivity, termination, confidentiality, governing law, dispute resolution, expenses and legal binding effect, other provisions of the MOU do not have any legally binding effect.

Having made all reasonable enquiries, the Board confirms that, save as disclosed above, it is not aware of any reasons for the price and volume movements or of any information which must be announced to avoid a false market in the Company's securities or of any inside information that needs to be disclosed under the SFO.

In compliance with Rule 3.7 of the Takeovers Code, monthly announcement(s) setting out the progress of the aforesaid discussions will be made until announcement of firm intention to make an offer under Rule 3.5 of the Takeovers Code or of a decision not to proceed with an offer is made. Further announcement(s) will be made by the Company as and when appropriate or required in accordance with the Listing Rules and the Takeovers Code (as the case may be).

## **DEALING DISCLOSURE**

As at the date of this announcement, the relevant securities of the Company comprised 311,250,000 Shares in issue and 16,830,000 options granted pursuant to the share option schemes adopted on 11 November 2009 and 16 May 2019. Save for the aforesaid, the Company has no other relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) as at the date of this announcement.

For the purpose of the Takeovers Code, the offer period commences on the date of this announcement, being 6 May 2026.

The respective associates (as defined in the Takeovers Code) of the Company and the Potential Purchaser (including persons who own or control 5% or more of any class of relevant securities issued by the Company) are hereby reminded to disclose their dealings in the securities of the Company under Rule 22 of the Takeovers Code.

## **RESPONSIBILITIES OF STOCKBROKERS, BANKS AND OTHER INTERMEDIARIES**

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.”*

## **RESUMPTION OF TRADING**

At the request of the Company, trading in the Shares on the Stock Exchange has been halted from 10:32 a.m. on 5 May 2026 pending the release of this announcement. An application has been made by the Company to the Stock Exchange for the resumption of trading in the Shares on the Stock Exchange with effect from 1:00 p.m. on 6 May 2026.

### ***Warning:***

***There is no assurance that any transaction mentioned in this announcement will materialize or eventually be consummated and the discussions may or may not lead to a general offer. Shareholders of the Company and public investors are urged to exercise extreme caution when dealing in the Shares and/or other securities of the Company and if they are in any doubt about their position, they should consult their professional advisers.***

By order of the board of directors of  
**Futong Technology Development Holdings Limited**  
**Leung Ka Lung**  
Company Secretary

Hong Kong, 6 May 2026

*As at the date of this announcement, the executive Directors are Mr. CHEN Jian and Ms. CHEN Xiaoxuan; and the independent non-executive Directors are Mr. CHOW Siu Lui, Mr. LO Kwok Kwei David and Mr. YAO Yun.*

*The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquires, 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 statements in this announcement misleading.*