

*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.*



**透云科技**  
**Ty. Technology**

**China Touyun Tech Group Limited**

**中國透雲科技集團有限公司**

*(Incorporated in Bermuda with limited liability)*

*Website: [www.chinatouyun.com.hk](http://www.chinatouyun.com.hk)*

**(Stock Code: 1332)**

**SUPPLEMENTAL ANNOUNCEMENT —  
DISCLOSEABLE TRANSACTION  
IN RELATION TO AN ACQUISITION OF  
THE TARGET GROUP THROUGH ISSUANCE OF  
NEW SHARES IN GALAXY VANTAGE & DEEMED DISPOSAL**

Reference is made to the announcement of China Touyun Tech Group Limited (the “**Company**”) dated 17 March 2020 (the “**Announcement**”) regarding the Discloseable Transaction in relation to an acquisition of the Target Group through issuance of new shares in Galaxy Vantage and deemed disposal. Unless otherwise defined or stated, terms used herein shall have the same meanings as defined in the Announcement.

Pursuant to Rule 14.58(7) of the Listing Rules, the Board wishes to provide the Shareholders and potential investors of the Company with supplemental information about the unaudited net profit of the Purchaser for the years ended 31 December 2018 and 31 December 2019 respectively as follows:

	<b>For the year ended 31 December 2018</b>	<b>For the year ended 31 December 2019</b>
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(Approx.)	(Approx.)
	(Unaudited)	(Unaudited)
Profit before tax	—	1,270
Profit after tax	—	1,270

### **SUPPLEMENTAL AGREEMENT TO THE ACQUISITION AND SUBSCRIPTION AGREEMENT**

On 4 May 2020, the Purchaser and the Vendor entered into a supplemental agreement to the Acquisition and Subscription Agreement (“Supplemental Agreement”). The Supplemental Agreement sets out that the consideration for each new share to be acquired under the Option shall be the higher of HK\$3,042 per share or an amount represents twenty-five percent (25%) discount to the net asset value per existing share of Galaxy Vantage based on its latest available management accounts at the time of exercise of the Option. In the event that any of the applicable percentage ratios (as defined in the Listing Rules) in respect of the exercise of the Option with an exercise price so calculated be equal to 25% or more, such exercise of the Option shall be subject to the same reporting, announcement and Shareholders’ approval requirements as those of the a notifiable transaction with the same percentage ratios pursuant to the prevailing provisions of Chapter 14 of the Listing Rules. For avoidance of doubt, if the exercise of the Option is subject to the approval of Shareholders and has been voted down in the respective Shareholders’ meeting, the Option shall terminate and the parties to the Supplemental Agreement shall have no further claims against each other for costs, damages compensation or otherwise in relation to the Option.

Save as hereby specifically amended, the Acquisition and Subscription Agreement shall continue to remain in full force and effect. The Supplemental Agreement shall be governed by and construed in accordance with the laws of Hong Kong.

By order of the Board  
**China Touyun Tech Group Limited**  
**Lo Yuen Wa Peter**  
*Executive Director*

Hong Kong, 4 May 2020

As at the date of this announcement, the Board comprised the following Directors:

*Executive Directors*

Mr. Wang Liang (*Chairman*)

Mr. Du Dong

Mr. Lo Yuen Wa Peter

*Non-executive Directors*

Mr. Chen Hui

Ms. Tian Yuze

*Independent non-executive Directors*

Mr. Cheung Wing Ping

Mr. Ha Kee Choy Eugene

Mr. To Shing Chuen