

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 disclaims 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 the Company.



Virtual Mind Holding Company Limited

天機控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1520)

LAPSE OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Reference is made to the announcement of Virtual Mind Holding Company Limited (the “**Company**”) dated 30 June 2023 in relation to the Placing under the General Mandate (the “**Announcement**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

On 14 July 2023, the Company announces that as no Placing Shares were placed out by the Placing Agent during the Placing Period and the conditions precedent of the Placing Agreement shall not be satisfied or fulfilled by the Closing Date, the Placing Agreement lapsed and the Placing will not proceed. All obligations and responsibilities of the Placing Agent and those of the Company under the Placing Agreement shall cease and determine forthwith and none of the Company and the Placing Agent shall have any claim whatsoever against each other in relation thereto save for any antecedent breach of the Placing Agreement and without prejudice to the accrued rights and liabilities of each of the Company and the Placing Agent.

The Board is of the view that the lapse of the Placing of new Shares under General Mandate has no material adverse impact on the operation and financial position of the Company as a whole.

By Order of the Board
Virtual Mind Holding Company Limited
Li Yang
Chairman & Executive Director

Hong Kong, 14 July 2023

As at the date of this announcement, the executive Directors are Mr. Li Yang, Ms. Tin Yat Yu Carol, Mr. Cheung Ka Lung, Mr. Chan Ming Leung Terence and Mr. Gong Xiaohan; and the independent non-executive Directors are Mr. Tang Shu Pui Simon, Mr. Hon Ming Sang and Ms. Lo Wing Sze BBS, JP.