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仍志集團控股有限公司
WISDOMCOME GROUP HOLDINGS LIMITED

(Continued into Bermuda with limited liability)

(Stock code: 8079)

**DELAY IN DESPATCH OF PROSPECTUS DOCUMENTS
AND REVISED EXPECTED TIMETABLE
IN RELATION TO
THE RIGHTS ISSUE ON THE BASIS OF
THREE RIGHTS SHARES FOR EVERY ONE EXISTING SHARE
HELD ON THE RECORD DATE**

References are made to the announcements of the Company dated 15 August 2023, 5 September 2023, 19 September 2023, 17 October 2023, 6 November 2023 and 8 December 2023 (the “**Announcements**”) and the circular of the Company dated 9 November 2023 (the “**Circular**”), in relation to, among others matters, the proposed Rights Issue on the basis of three (3) Rights Shares for every one (1) existing Share held on the Record Date on a fully underwritten basis. Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements and the Circular.

DELAY IN DESPATCH OF PROSPECTUS DOCUMENTS

As disclosed in the Announcements and the Circular, to determine the entitlements to the Rights Issue, the Prospectus Documents containing, among other things, further information in relation to the Rights Issue, were expected to be despatched by the Company together with the PAL and the EAF on or before Tuesday, 12 December 2023.

Since additional time is required for the Company to proceed with the Rights Issue as well as to prepare and finalise certain information for inclusion in the Prospectus Documents, the Board has determined that the despatch date of the Prospectus Documents will be postponed to Friday, 29 December 2023 (instead of Tuesday, 12 December 2023).

REVISED EXPECTED TIMETABLE AND TRADING ARRANGEMENT

In view of the delay in the despatch of the Prospectus Documents, the expected timetable and trading arrangement of the Rights Issue have been revised as below:

Despatch of Rights Issue Prospectus Documents
(including PAL and EAF) Friday, 29 December 2023

First day of dealings in nil-paid Rights Shares Wednesday, 3 January 2024

Latest time for splitting nil-paid Rights Shares 4:30 p.m. on
Friday, 5 January 2024

Last day of dealings in nil-paid Rights Shares Wednesday, 10 January 2024

Latest time for acceptance of and payment for Rights Shares
and application for excess Rights Shares 4:00 p.m. on
Monday, 15 January 2024

Latest time to terminate the Underwriting Agreement and
for the Rights Issue to become unconditional. 4:00 p.m. on
Tuesday, 16 January 2024

Announcement of results of the Rights Issue Monday, 22 January 2024

Despatch of share certificates for fully-paid Rights Shares and
refund cheques in relation to wholly or partially
unsuccessful applications for excess Rights Shares Tuesday, 23 January 2024

Commencement of dealings of fully paid Rights Shares 9:00 a.m. on
Wednesday, 24 January 2024

Designated broker starts to stand in the market to provide
matching services for odd lots of the Shares 9:00 a.m. on
Wednesday, 24 January 2024

Designated broker ceases to stand in the market to provide
matching services for odd lots of the Shares 4:00 p.m. on
Thursday, 15 February 2024

All times and dates in this announcement refer to Hong Kong local times and dates.

Dates or deadlines specified in the expected timetable above or in other parts of this announcement are indicative only and may be extended or varied by the Company and the Underwriters. Any changes to the above expected timetable will be announced as and when appropriate in accordance with the Listing Rules.

Shareholders and potential investors should note that the Rights Issue is conditional upon the Underwriting Agreement having become unconditional and the Underwriter not having terminated the Underwriting Agreement in accordance with the terms thereof. Accordingly, the Rights Issue may or may not proceed. Shareholders and potential investors should exercise extreme caution when dealing in the Shares, and if they are in any doubt about their position, they should consult their professional advisers.

Shareholders should also note that dealing in the Shares will take place while the Conditions to which the Underwriter's obligation under the Underwriting Agreement are subject remain unfulfilled. Any Shareholder or other person dealing in the Shares up to the date on which all conditions to which the Rights Issue is subject are fulfilled (which is now expected to be on 4:00 p.m. on Tuesday, 16 January 2024), will accordingly bear the risk that the Rights Issue cannot become unconditional and may not proceed. Any Shareholder or other person contemplating any dealings in the Shares and/or nil-paid Rights Shares, who is in any doubt about their position, is recommended to consult their own professional advisers.

By order of the Board
Wisdomcome Group Holdings Limited
Chan Yan Tak
Executive Director and Chairman

Hong Kong, 21 December 2023

As at the date of this announcement, the board of Directors of the Company comprises Mr. Chan Yan Tak, Mr. Lim Ming Shing Tony, Ms. Siu Yeuk Hung, Clara and Mr. Law Ka Kei as executive Directors; Mr. Lee King Fui, Mr. Joseph Rodrick Law, Ms. Ho Sau Ping Pia and Mr. Cheung Leung as independent non-executive Directors.

The Directors jointly and severally accept full responsibility for accuracy of the information contained in this announcement 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 statement in this announcement misleading.

This announcement will remain on the "Latest Listed Company Information" page of the website of the GEM at www.hkgem.com for at least seven days from the date of its posting and on the Company's website at www.ecrepay.com.