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F8 ENTERPRISES (HOLDINGS) GROUP LIMITED

F8 企業(控股)集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8347)

FURTHER DELAY IN DESPATCH OF PROSPECTUS DOCUMENTS AND REVISED EXPECTED TIMETABLE IN RELATION TO PROPOSED RIGHTS ISSUE ON THE BASIS OF ONE (1) RIGHTS SHARE FOR EVERY TWO (2) CONSOLIDATED SHARES HELD ON THE RECORD DATE

References are made to the announcements of F8 Enterprises (Holdings) Group Limited (the “**Company**”) dated 25 May 2022, 30 June 2022 and 10 July 2022 (the “**Announcements**”) in relation to, among other things, the Rights Issue. Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the Announcements.

FURTHER DELAY IN DESPATCH OF PROSPECTUS DOCUMENTS

As disclosed in the Announcements, the Prospectus Documents of the Company containing further details of the Rights Issue were expected to be despatched to the Shareholders on or before 26 July 2022. Since additional time is required by the Company to prepare and finalise certain information, particularly the financial information, for inclusion in the Prospectus, the despatch date of the Prospectus Documents is expected to be further postponed to Tuesday, 23 August 2022 and the expected timetable of the Rights Issue has been revised accordingly as follows.

Event	2022
Last day of dealings in the Consolidated Shares on a cum-rights basis of the Rights Issue.....	Wednesday, 29 June
First day of dealings in the Consolidated Shares on an ex-rights basis of the Rights Issue	Thursday, 30 June

Event**2022**

Latest time for the Shareholders to lodge transfer of the Consolidated Shares in order to qualify for the Rights Issue	4:30 p.m. on Monday, 4 July
Closure of register of members of the Company for the Rights Issue (both dates inclusive)	Tuesday, 5 July to Monday, 11 July
Record Date for determining entitlements to the Rights Issue.....	Monday, 11 July
Register of members of the Company re-opens.....	Tuesday, 12 July
Despatch of the Prospectus Documents.....	Tuesday, 23 August
First day of dealings in nil-paid Rights Shares.....	9:00 a.m. on Thursday, 25 August
Latest time for splitting of nil-paid Rights Shares.....	4:00 p.m. on Monday, 29 August
Last time of dealings in nil-paid Rights Shares	4:00 p.m. on Thursday, 1 September
Latest Time for acceptance of and payment for the Rights Issue.....	4:00 p.m. on Tuesday, 6 September
Latest Time for Termination of the Underwriting Agreement and for the Rights Issue to become unconditional.....	4:00 p.m. on Wednesday, 7 September
Announcement of the results of the Rights Issue.....	Wednesday, 14 September
Refund cheques, if any, to be despatched	On or before Thursday, 15 September
Certificates for fully-paid Rights Shares to be despatched	Thursday, 15 September
Commencement of dealings in fully-paid Rights Shares.....	9:00 a.m. on Friday, 16 September

Note: All times and dates in this announcement refer to Hong Kong local times and dates. The expected timetable is subject to change, and any such change will be further announced by the Company as and when appropriate.

SUPPLEMENTAL UNDERWRITING AGREEMENT IN RELATION TO THE UNDERWRITING

As a result of the revisions to the expected timetable as set out above, the Company and the Underwriter have entered into a further supplemental underwriting agreement to reflect the changes of the relevant dates for the Rights Issue as referred to in the Underwriting Agreement. Save for such amendments, all other terms and conditions of the Underwriting Agreement shall remain unchanged.

WARNING OF THE RISKS OF DEALING IN THE SHARES AND THE NIL PAID RIGHTS SHARES

Shareholders and potential investors of the Company should note that the Rights Issue is conditional upon, among others, the Stock Exchange granting the listing of, and permission to deal in, the Rights Shares in their nil-paid and fully-paid forms. Accordingly, the Rights Issue may or may not proceed. Shareholders and potential investors of the Company should note that if the conditions to the Rights Issue are not satisfied, the Rights Issue will not proceed.

Any dealing in the Shares from the date of this announcement up to the date on which all conditions of the Rights Issue are fulfilled, and any Shareholder dealing in the Rights Shares in nil-paid form will accordingly bear the risk that the Rights Issue may not become unconditional or may not proceed. Shareholders or other persons contemplating any dealing in the Shares or Rights Shares in their nil-paid form are recommended to consult their professional advisers.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares.

By order of the Board
F8 Enterprises (Holdings) Group Limited
Fong Chun Man
Chairman and executive Director

Hong Kong, 25 July 2022

As at the date of this announcement, the chairman and the executive Director of the Company is Mr. FONG Chun Man, the executive Directors are Ms. LO Pui Yee and Mr. CHAN Chi Fai; and the independent non-executive Directors are Mr. CHUI Chi Yun, Robert, Mr. KWONG Yuk Lap and Mr. WANG Anyuan.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the website of the Stock Exchange at www.hkexnews.hk on the “Latest Listed Company Information” page for at least 7 days from the date of its posting and on the Company’s website at www.f8.com.hk.