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

(formerly known as “Easy Repay Finance & Investment Limited (易還財務投資有限公司) ”)

(Continued into Bermuda with limited liability)

(Stock code: 8079)

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

Reference is made to the announcement made by Wisdomcome Group Holdings Limited (the “**Company**”) dated 15 August 2023 in relation to the Rights Issue, the announcements of the Company dated 5 September 2023, 19 September 2023 and 17 October 2023 in relation to the delay in despatch of the Circular (collectively, the “**Announcements**”). Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

DELAY IN DESPATCH OF CIRCULAR

As disclosed in the Announcements, the Circular containing, among other things, (i) further details of the Rights Issue; (ii) a letter of recommendation from the Independent Board Committee to the Independent Shareholders in respect of the Rights Issue; (iii) a letter of advice from the independent financial adviser to the Independent Board Committee and the Independent Shareholders on the Rights Issue; and (iv) a notice convening the SGM, is expected to be despatched to the Shareholders on or before Thursday, 9 November 2023.

As further time is required by the Company to prepare and finalise the information to be contained in the Circular, the despatch of the Circular is expected to be postponed to a date on or before Thursday, 9 November 2023.

REVISED EXPECTED TIMETABLE

In view of the further delay in the despatch of the Circular, the timetable of the proposed Rights Issue is expected to be revised as follows:

Event	Time and Date
Despatch of the Circular in relation to the Rights Issue together with the notice of SGM and proxy form for SGM	On or before Thursday, 9 November 2023
Latest time for lodging transfer of Shares to qualify for attending and voting at the SGM	4:30 p.m. on Wednesday, 22 November 2023
Closure of register of members of the Company for determining entitlement for attending SGM (both days inclusive)	Thursday, 23 November 2023 to Wednesday, 29 November 2023
Latest time for lodging forms of proxy for the SGM (not less than 48 hours prior to the time of the SGM)	4:00 p.m. on Monday, 27 November 2023
Record date for determining attendance and voting at the SGM	Wednesday, 29 November 2023
Expected date and time of the SGM	4:00 p.m. on Wednesday, 29 November 2023
Announcement of poll results of the SGM	Wednesday, 29 November 2023
Register of members re-open	Thursday, 30 November 2023
Last day of dealings in Shares on a cum-rights basis	Thursday, 30 November 2023

Event	Time and Date
First day of dealings in the Shares on an ex-rights basis	Friday, 1 December 2023
Latest time for the Shareholders to lodge transfer of Shares to qualify for the Rights Issue	4:30 p.m. on Monday, 4 December 2023
Closure of register of members of the Company in Hong Kong and Bermuda for the Rights Issue (both days inclusive)	Tuesday, 5 December 2023 to Monday, 11 December 2023
Record Date for determining entitlements to the Rights Issue	Monday, 11 December 2023
Despatch of Rights Issue Prospectus Documents (including PAL and EAF)	Tuesday, 12 December 2023
First day of dealings in nil-paid Rights Shares	Thursday, 14 December 2023
Latest time for splitting nil-paid Rights Shares	4:30 p.m. on Monday, 18 December 2023
Last day of dealings in nil-paid Rights Shares	Thursday, 21 December 2023
Latest time for acceptance of and payment for Rights Shares and application for excess Rights Shares	4:00 p.m. on Thursday, 28 December 2023
Latest time to terminate the Underwriting Agreement and for the Rights Issue to become unconditional	4:00 p.m. on Friday, 29 December 2023
Announcement of results of the Rights Issue	Friday, 5 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	Monday, 8 January 2024

Event	Time and Date
Commencement of dealings of fully paid Rights Shares	9:00 a.m. on Tuesday, 9 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 Tuesday, 9 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 Monday, 29 January 2024

All times and dates in this announcement refer to deadlines specified in this announcement are indicative only and may be varied by agreement between the Company and the Underwriter. Any consequential changes to the expected timetable will be published or notified to Shareholders and the Stock Exchange if appropriate.

On behalf of the Board of
Wisdomcome Group Holdings Limited
Chan Yan Tak
Director and Chairman of the Company

Hong Kong, 6 November 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, Mr. To Kwan and Ms. Ho Sau Ping, Pia 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 notice will remain on the “Latest Company Announcements” 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.