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WT GROUP HOLDINGS LIMITED

WT 集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8422)

RESULTS OF THE RIGHTS ISSUE ON THE BASIS OF TWO RIGHTS SHARES FOR EVERY ONE SHARE

Placing Agent to the Company



Reference is made to the prospectus of WT Group Holdings Limited (the “**Company**”) dated 23 June 2026 (the “**Prospectus**”) and the announcement of the Company dated 13 July 2026 (the “**Announcement**”) in relation to the Rights Issue on the basis of two Rights Shares for every one Share held on the Record Date. Unless otherwise defined, capitalised terms used herein have the same meanings as defined in the Prospectus.

RESULTS OF THE RIGHTS ISSUE AND THE COMPENSATORY ARRANGEMENTS

As disclosed in the Announcement, a total of 8 acceptances under the PAL in respect of a total of 124,202,214 Rights Shares had been received, representing approximately 51.75% of the total number of Rights Shares available for subscription under the Rights Issue. There will be no fractional entitlements to the Rights Shares arising under the Rights Issue. Based on the subscription results, the Rights Issue was under-subscribed by 115,797,786 Rights Shares, representing approximately 48.25% of the total number of the Rights Shares available for subscription under the Rights Issue.

As at the Record Date, there was no Excluded Shareholders. As such, the number of the ES Unsold Rights Shares is nil.

As disclosed in the Announcement, the 115,797,786 Unsubscribed Rights Shares (the “**Placing Shares**”), representing approximately 48.25% of the total number of the Rights Shares available for subscription under the Rights Issue, were subject to the Compensatory Arrangements.

The Board is pleased to announce that the Placing Shares had been successfully placed to not less than six placees at the placing price of HK\$0.10 per Placing Share, representing nil premium over the Subscription Price. Accordingly, the amount of the Net Gain per Unsubscribed Rights Share and the ES Unsold Rights Share under the Compensatory Arrangements is nil and no Net Gain were realised and to be received by any No Action Shareholder and Excluded Shareholder.

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, (i) each of the placees and where appropriate, their respective ultimate beneficial owners, is independent of and not connected with the Company and its connected persons and not a connected person of the Company; and (ii) none of the placees has become a substantial Shareholder (as defined under the GEM Listing Rules) upon completion of the Rights Issue.

All conditions with respect to the Rights Issue and the placing of the Unsubscribed Rights Shares and ES Unsold Rights Shares set out in the Prospectus have been fulfilled and the Rights Issue and the placing of the Unsubscribed Rights Shares and ES Unsold Rights Shares became unconditional at 4:00 p.m. on Monday, 20 July 2026. The gross proceeds raised from the Rights Issue (including the Placing) are approximately HK\$24.0 million before expenses. The Company intends to utilise the net proceeds from the Rights Issue (including the Placing) for (i) financing the upfront costs and working capital requirements at different stages of the Group's project; and (ii) general working capital of the Group such as payment of salary expenses, rental expenses, and corporate professional fee.

EFFECT OF THE RIGHTS ISSUE ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, the following table sets out the shareholding structure of the Company immediately before completion of the Rights Issue and after completion of the Rights Issue.

Shareholders	Immediately before completion of the Rights Issue		Immediately after completion of the Rights Issue	
	<i>Number of Shares</i>	<i>%</i>	<i>Number of Shares</i>	<i>%</i>
Public Shareholders				
– Zhao Xue Mei	8,999,000	7.49	8,999,000	2.50
– Other	111,001,000	92.51	235,203,214	65.33
Independent placees	—	—	115,797,786	32.17
Total	<u>120,000,000</u>	<u>100.00</u>	<u>360,000,000</u>	<u>100.00</u>

DESPATCH OF SHARE CERTIFICATES FOR FULLY-PAID RIGHTS SHARES

Share certificates for all fully-paid Rights Shares were posted to those entitled thereto to their registered addresses by ordinary post at their own risk on Thursday, 23 July 2026.

COMMENCEMENT OF DEALINGS IN FULLY-PAID RIGHTS SHARES

Dealings in the Rights Shares, in their fully-paid form, are expected to commence on the Stock Exchange at 9:00 a.m. on Friday, 24 July 2026.

For and on behalf of the Board
WT Group Holdings Limited
Wong Mei Chun
Executive Director

Hong Kong, 22 July 2026

As at the date of this announcement the Board comprise Ms. Wong Mei Chun as executive Director; Ms. Chan Sin Wa Carrie, Ms. Li Cangyu and Mr. Yu Tat Chi Michael as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 “Latest Listed Company Information” page of the Stock Exchange’s website at www.hkexnews.hk for at least 7 days from the day of its publication and the website of the Company at www.hklistco.com/8422.