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智富資源投資控股集團有限公司

WISDOM WEALTH RESOURCES INVESTMENT HOLDING GROUP LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 7)

THIRD SUPPLEMENTAL AGREEMENT IN RELATION TO ISSUE OF CONVERTIBLE BONDS UNDER GENERAL MANDATE

References are made to the announcements of Wisdom Wealth Resources Investment Holding Group Limited (the “**Company**”) dated 7 June 2021, 30 June 2021 and 1 June 2022 in relation to, among others, the issue of the Convertible Bonds under the General Mandate (the “**Announcements**”). Capitalized terms used in this announcement shall have the same meanings as those defined in the Announcements, unless otherwise stated.

With the additional funding raised from the rights issue and the issue of new shares in April 2022 and May 2022 respectively, the Company considered that it was in the interest of the Company to early redeem part of its outstanding convertible bonds for reducing its interest expense and liability. However, the Company was not conferred with the early redemption right in the Subscription Agreement (as supplemented by the supplemental agreement dated 30 June 2021 (the “**First Supplemental Agreement**”). Therefore, on 1 June 2022, the Company and the Subscriber entered into the Second Supplemental Agreement, which provides the right for the Company to early redeem the Convertible Bonds. Further details of the Second Supplemental Agreement are set out in the Company’s announcement dated 1 June 2022.

After further negotiations with the Subscriber, the Subscriber agreed to reduce the interest rate of the Convertible Bonds for the period from 1 June 2022 to the repayment date from 8% per annum to 2% per annum, which is the same as the original interest rate of the Convertible Bonds stipulated in the Subscription Agreement, and to revise the latest repayment date of the Convertible Bonds from 31 December 2022 to 30 November 2022. Therefore, on 9 June 2022 (after trading hours of the Stock Exchange), the Company and the Subscriber entered into the third supplemental agreement (the “**Third Supplemental Agreement**”) to amend the interest rate of the Convertible Bonds for the period from 1 June 2022 to the repayment date from 8% per annum to 2% per annum and the latest repayment date of the Convertible Bonds from 31 December 2022 to 30 November 2022.

Save as disclosed above, all other terms and conditions of the Subscription Agreement (as supplemented by the First Supplemental Agreement and the Second Supplemental Agreement) remain unchanged and in full force and effect in all respects.

By order of the Board
Wisdom Wealth Resources Investment Holding Group Limited
Dr. Hui Chi Ming, *G.B.S., J.P.*
Chairman

Hong Kong, 9 June 2022

As at the date of this announcement, the Honorary Chairman and Senior Consultant of the Company is Dr. Yukio Hatoyama; the senior consultants of the Company comprise Dr. Wang Tao, Mr. Fu Chenyu and Mr. Lalaharisaina Joelivalerien; the Board comprises seven executive Directors, namely, Dr. Hui Chi Ming, G.B.S., J.P., Mr. Neil Bush, Mr. Cao Yu, Mr. Xu Jun Jia, Mr. Lam Kwok Hing, M.H., J.P., Mr. Nam Kwok Lun and Mr. Hui Ngok Lun; and four independent non-executive Directors, namely, Mr. Ngan Kam Biu, Stanford, Mr. Tam Chak Chi, Mr. Ma Kin Ling and Mr. Yiu King Ming.