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## **Value Convergence Holdings Limited**

*(Incorporated in Hong Kong with limited liability)*

Website: <http://www.vcgroup.com.hk>

(Stock Code: 821)

### **FURTHER EXTENSION OF SHARE PLACING PERIOD AND SHARE CLOSING DATE OF PLACING OF NEW SHARES UNDER GENERAL MANDATE**

#### **Placing Agent**



**VC Brokerage Limited**

References are made to the announcement of Value Convergence Holdings Limited (the “**Company**”) dated 22 February 2024 in relation to, amongst other, the placing of new shares under general mandate and the announcement of the Company dated 8 March 2024 in relation to extension of Share Placing Period and Share Closing Date (collectively, the “**Announcements**”). Capitalised terms used herein shall have the same meanings as those defined in the Announcements unless the context requires otherwise.

### **FURTHER EXTENSION OF SHARE PLACING PERIOD AND SHARE CLOSING DATE**

Pursuant to the Share Placing Agreement as revised and supplemented by the Addendum (the “**Revised Share Placing Agreement**”), the Share Placing Period will expire on 5 April 2024 and the Share Closing Date will fall on 12 April 2024.

As additional time is required for the Placing Agent to procure investors to subscribe for the Placing Shares, on 5 April 2024 (after trading hours), the Company and the Placing Agent entered into a second addendum to the Revised Share Placing Agreement (the “**Second Addendum**”), pursuant to which the Company and the Placing Agent mutually agree to further extend (a) the Share Placing Period to 26 April 2024 (or such later date as the Share Placing Parties may agree in writing); and (b) the Share Closing Date to 3 May 2024 (or such later date as the Share Placing Parties may agree in writing) (collectively, the “**Second Revision**”), and the Share Placing Parties execute the Second Addendum to further revise and supplement the Revised Share Placing Agreement so as to implement and effectuate the Second Revision with immediate effect.

The Revised Share Placing Agreement and the Second Addendum shall be read and construed as one instrument in regulating and supervising the Share Placing. The provisions of the Second Addendum shall prevail in the event of any conflict or inconsistency between the Second Addendum and the Revised Share Placing Agreement.

Save as and subject only to the variations contained under the Second Addendum and such other alterations (if any) as may be necessary to make the Revised Share Placing Agreement consistent with the Second Revision, all other terms and conditions of the Revised Share Placing Agreement shall remain in full force and effect and shall be read and construed and be enforceable as if the terms of the Second Addendum were inserted in the Revised Share Placing Agreement by way of addition or substitution, as the case may be.

**Shareholders and potential investors of the Company should note that the Share Placing Completion is subject to the fulfillment of the conditions precedent under the Revised Share Placing Agreement (as revised and supplemented by the Second Addendum). As the Share Placing may or may not proceed, Shareholders and potential investors of the Company are reminded to exercise caution when dealing in the securities of the Company.**

By order of the Board of  
**Value Convergence Holdings Limited**  
**Fu Yiu Man, Peter**  
*Chairman & Executive Director*

Hong Kong, 5 April 2024

*As at the date of this announcement, the Board comprises five executive Directors, namely, Mr. Fu Yiu Man, Peter (Chairman), Mr. Wong Kam Fat, Tony (Vice chairman), Mr. Lin Hoi Kwong, Aristo, Ms. Li Cindy Chen and Mr. Zhang Nu; and three independent non-executive Directors, namely, Mr. Wong Chung Kin, Quentin, Mr. Siu Miu Man, Simon, MH and Mr. Au Tin Fung, Edmund.*