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Wenye Group Holdings Limited

文業集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1802)

(1) FURTHER EXTENSION OF LONG STOP DATE; AND (2) FURTHER DELAY IN DESPATCH OF CIRCULAR RELATING TO CONNECTED TRANSACTIONS

Reference is made to (i) the announcement of Wenye Group Holdings Limited (文業集團控股有限公司) (the “**Company**”) dated 7 June 2024 in relation to the proposed issue of new shares under specific mandate and connected transactions of the Company (the “**Announcement**”); and (ii) the announcements of the Company dated 3 July 2024 and 31 July 2024 in relation to the delay in despatch of the circular (the “**Delay Announcements**”). Unless otherwise defined in this announcement, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

FURTHER EXTENSION OF LONG STOP DATE

As additional time is required to fulfil the conditions precedent, the Company and the Subscribers entered into Further Supplemental Subscription Agreements respectively on 30 August 2024 to extend the Long Stop Date from 13 September 2024 to 14 October 2024 (or such later date as the Company and the Subscribers may agree).

Save as disclosed above, all other terms and conditions of the Subscription Agreements remain unchanged and shall continue in full force and effect.

FURTHER DELAY IN DESPATCH OF CIRCULAR

As disclosed in the Delay Announcements, the circular containing, among others, (i) a letter from the Board providing further information on the Subscription Agreements and the transactions contemplated thereunder; (ii) a letter from the Independent Board Committee with its advice to the Independent Shareholders; (iii) a letter from the independent financial advisor setting out its advice to the Independent Board Committee and the Independent Shareholders; and (iv) a notice convening the EGM, is expected to be despatched to the Shareholders on or before 30 August 2024.

As additional time is required for the Company to finalize certain information in the circular, the despatch date of the circular is expected to be delayed to a date falling on or before 30 September 2024.

By order of the Board
Wenye Group Holdings Limited
Fan Shaozhou
Chairman and Executive Director

Shenzhen, PRC, 30 August 2024

As at the date of this announcement, the Board of the Company comprises (i) two executive directors, namely, Mr. Fan Shaozhou (Chairman and Chief Executive Officer) and Mr. Kong Guojing (Co-Chairman); (ii) four non-executive directors, namely, Mr. Chen Li, Mr. Shen Peng, Mr. Li Hongxing and Mr. Mak Ho Fai; and (iii) three independent non-executive directors, namely Mr. Huang Wei, Mr. Ma Kin Ling and Ms. Ye Jinyu.

In case of any inconsistency, the English text of this announcement shall prevail over the Chinese text.