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

(Continued into Bermuda with limited liability)

(Stock code: 8079)

CHANGE OF SUBSTANTIAL SHAREHOLDER

This announcement is made by Wisdomcome Group Holdings Limited (the “**Company**” together with its subsidiaries, the “**Group**”) pursuant to the provisions of inside information under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) and Rule 17.10 of the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”).

ENFORCEMENT OF SHARE CHARGE IN RESPECT OF CERTAIN SHARES OF THE COMPANY

The board (the “**Board**”) of directors of the Company hereby informs the shareholders of the Company (the “**Shareholders**”) and the potential investors that on 16 December 2024, the Board has been informed by the substantial shareholder of the Company, Mr. Chan Yan Tak (“**Mr. Chan**”) that Mr. Chan Tsz Hong has enforced the share charge over the 9,059,843 ordinary shares of the Company held by Best Richest Management Company Limited (a company wholly and beneficially owned by Mr. Chan) (the “**Charged Shares**”), which represents approximately 29.12% of the total issued shares of the Company as at the date of this announcement.

The Charged Shares were charged in favour of Mr. Chan Tsz Hong as security for loans made available by Mr. Chan Tsz Hong to Mr. Chan.

Immediately after the enforcement of Charged Shares, Mr. Chan will cease to hold any shares in the Company. As a result of the enforcement of Charged Shares, Mr. Chan will cease to be a substantial shareholder of the Company and Mr. Chan Tsz Hong will become a substantial shareholder of the Company. The Company does not expect that the enforcement of Charged Shares to have any material adverse effect on the operations of the Group.

Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.

By order of the Board
Wisdomcome Group Holdings Limited
Chan Yan Tak
Chairman

Hong Kong, 16 December 2024

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, Ms. Ho Sau Ping, Pia and Mr. Cheung Leung as independent non-executive directors.

This announcement, for which the directors of the Company 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 of the Company 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 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.