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**RISECOMM**

**瑞斯康**

**RISECOMM GROUP HOLDINGS LIMITED**

**瑞斯康集團控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1679)**

## **SUPPLEMENTAL ANNOUNCEMENT**

### **SECOND PROPOSED AMENDMENT TO TERMS AND CONDITIONS OF CONVERTIBLE BONDS**

Reference is made to the announcement of Risecomm Group Holdings Limited (the “**Company**”) dated 13 August 2021 (the “**Announcement**”) in relation to the Second Proposed Amendment to the Conditions of the Convertible Bonds issued by the Company. Unless otherwise stated, capitalised terms used in this announcement shall have the same meaning as those defined in the Announcement.

The Company would like to clarify and supplement the following information in relation to the Second Proposed Amendment:

- (i) The Longstop Date should be “30 November 2021” instead of “31 December 2021”.
- (ii) In consideration of the Bondholder’s agreement to the Second Proposed Amendment, the Company shall pay a consent fee of HK\$3,000,000 to the Bondholder within 14 days of execution of the Second Supplemental Deed. However, the said consent fee is not payable by the Company to the Bondholder in the event that any of the conditions precedent of the Second Amendment and Extension Agreement have not been satisfied (or waived, to the extent permitted) on or before the Longstop Date, in which event the Company shall immediately redeem the then outstanding principal of the Convertible Bonds, together with interest payable to the Bondholder accrued but unpaid up to the Longstop Date.
- (iii) Pending Shareholders’ approval to be obtained at the EGM, the Convertible Bonds will remain legally valid obligations of the Company beyond the Extended Maturity Date, such that interest entitlement under the Conditions of the Convertible Bonds will continue to accrue to the benefit of the Bondholder, save that the Bondholder’s conversion rights (including the operation of any incidental provisions for this purpose in the Instrument, including but not limited to the conversion price adjustment mechanisms) will be suspended. Upon execution of the Second Supplemental Deed, it shall be deemed that the Second Proposed Amendment has taken effect on the Extended

Maturity Date as if the maturity date of the Convertible Bonds had been extended to the New Maturity Date on the same date for all purposes (including interest payment calculation for the remainder of the term of the Convertible Bonds), and that the Bondholder's conversion rights, together with any incidental provisions and mechanisms thereto, will be restored pursuant to the terms of the Instrument.

Save as disclosed above, all other information in the Announcement remains accurate and unchanged.

By Order of the Board  
**Risecomm Group Holdings Limited**  
**Yue Jingxing**  
*Chairman and Executive Director*

Hong Kong, 19 August 2021

*As at the date of this announcement, the executive Directors are Mr. Yue Jingxing, Mr. Lau Wai Leung, Alfred and Mr. Jiang Feng, the non-executive Director is Mr. Cheung Fan and the independent non-executive Directors are Mr. Ong King Keung, Ms. Lo Wan Man and Mr. Zou Heqiang.*