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Endurance RP Limited

壽康集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 575)

**DELAY IN DESPATCH OF CIRCULAR IN RELATION TO
(I) PROPOSED RIGHTS ISSUE ON THE BASIS OF
ONE (1) RIGHTS SHARE FOR EVERY ONE (1) EXISTING SHARE
HELD ON THE RECORD DATE;
(II) CONNECTED TRANSACTIONS IN RELATION TO
THE UNDERWRITING AGREEMENT AND
SET OFF OF SHAREHOLDER'S LOANS;
(III) APPLICATION FOR WHITEWASH WAIVER;
AND
(IV) POSSIBLE ADJUSTMENTS TO THE SHARE OPTIONS
UNDER THE SHARE OPTION SCHEME**

Reference is made to the announcement of Endurance RP Limited (the "**Company**") dated 26 September 2022 in relation to, among other matters, the Rights Issue, the Set Off, the Underwriting Agreement, the Placing Agreement and the Whitewash Waiver (the "**Announcement**"). Unless otherwise defined herein, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

DELAY IN DESPATCH OF CIRCULAR

The Circular containing, among other things, (i) further details of the Rights Issue, the Placing Agreement, the Underwriting Agreement, the Set Off and the Whitewash Waiver; (ii) a letter of recommendations from the Independent Board Committee in respect of the Rights Issue, the Placing Agreement, the Underwriting Agreement, the Set Off and the Whitewash Waiver; (iii) a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders in regard to the aforesaid; (iv) other information required under the Listing Rules and the Takeovers Code; and (v) a notice convening the EGM, should

be despatched to the Shareholders (including the Non-Qualifying Shareholders) within 15 Business Days from the date of the Announcement pursuant to Rule 14A.68(11) of the Listing Rules and 21 days from the date of the Announcement pursuant to Rule 8.2 of the Takeovers Code, whichever is earlier. Further as set out in the expected timetable in the Announcement, the Circular was expected to be despatched on or before 17 October 2022.

As additional time is required to prepare and finalise the information to be included in the Circular (including but not limited to (i) financial information of the Group; and (ii) the letter of advice from the Independent Financial Adviser), the Company has applied to the Executive for a waiver from strict compliance with Rule 8.2 of the Takeovers Code and to grant consent for an extension of time for the despatch of the Circular. The Executive has indicated that it is minded to grant its consent to an extension of time for the despatch of the Circular from 17 October 2022 to a date on or before 31 October 2022.

REVISED EXPECTED TIMETABLE

In view of the delay in the despatch of the Circular, the Company will publish further announcement(s) in relation to the revised expected timetable for, among others, the Rights Issue and the closure of register of members of the Company as and when appropriate in compliance with the Listing Rules and the Takeovers Code.

WARNING OF THE RISKS OF DEALING IN THE SHARES AND THE RIGHTS SHARES

Shareholders and potential investors of the Company should note that the Rights Issue is conditional upon, among other things, the Underwriting Agreement having become unconditional and the Underwriter not having terminated the Underwriting Agreement in accordance with the terms thereof (a summary of which is set out in the sub-section headed “Termination of the Underwriting Agreement” under the section headed “The Underwriting Agreement” in the Announcement). Accordingly, the Rights Issue may or may not proceed.

Any party who is in any doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional adviser(s). Any Shareholder or other person dealing in the Shares or in the nil-paid Rights Shares up to the date on which all the conditions to which the Rights Issue is subject are fulfilled (and the date on which the Underwriter’s right of termination of the Underwriting Agreement ceases) will accordingly bear the risk that the Rights Issue may not become unconditional or may not proceed.

Shareholders and potential investors are advised to exercise caution when dealing in the Shares and the nil-paid Right Shares.

By Order of the Board
Endurance RP Limited
Jamie Gibson
Executive Director

Hong Kong, 17 October 2022

As at the date of this announcement, the Board comprises six Directors:

Executive Director:

Jamie Gibson (*Chief Executive Officer*)

Non-Executive Directors:

James Mellon (*Chairman*)

Jayne Sutcliffe

Independent Non-Executive Directors:

David Comba

Julie Oates

Mark Searle

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

* *For identification purposes only*