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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)

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: (i) 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**"); and (ii) the announcement of the Company dated 17 October 2022 in relation to, among other things, the delay in despatch of the Circular. Unless otherwise defined herein, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

DESPATCH OF CIRCULAR

The Board is pleased to announce that 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, has been despatched to the Shareholders (including the Non-Qualifying Shareholders) on 31 October 2022.

REVISED EXPECTED TIMETABLE

The expected timetable for the Rights Issue set out below is indicative only and has been prepared on the assumption that the Rights Issue, the Set Off, the Placing Agreement, the Underwriting Agreement and the Whitewash Waiver will be approved by the Independent Shareholders at the EGM. The expected timetable is subject to change, and any such change will be announced in a separate announcement by the Company as and when appropriate.

Event	Time and Date
Despatch date of the circular, proxy form and notice of EGM	on or before Monday, 31 October 2022
Latest time for lodging transfer of Shares in order to qualify for attendance and voting at the EGM.	4:30 p.m. on Thursday, 17 November 2022
Closure of register of members of the Company for determining entitlements for attendance and voting at the EGM (both days inclusive).	Friday, 18 November 2022 to Thursday, 24 November 2022
Latest time for lodging proxy forms for the EGM	3:00 p.m. on Tuesday, 22 November 2022
Record date for determining entitlements for attendance and voting at the EGM	Thursday, 24 November 2022
Expected time and date of the EGM.	3:00 p.m. on Thursday, 24 November 2022
Announcement of the poll results of the EGM	Thursday, 24 November 2022
Last day of dealings in the Shares on cum-rights basis relating to the Rights Issue	Monday, 28 November 2022
First day of dealings in the Shares on ex-rights basis relating to the Rights Issue.	Tuesday, 29 November 2022
Latest time for the Shareholders to lodge transfer of the Shares in order to qualify for the Rights Issue.	4:30 p.m. on Wednesday, 30 November 2022

Event **Time and Date**

<p>Closure of register of members of the Company for determining entitlements to the Rights Issue (both days inclusive).....</p>	<p>Thursday, 1 December 2022 to Monday, 12 December 2022</p>
<p>Record date for determining entitlements to the Rights Issue.....</p>	<p>Monday, 12 December 2022</p>
<p>Despatch of the Prospectus Documents (in the case of Non-Qualifying Shareholders, the Prospectus only)</p>	<p>Tuesday, 13 December 2022</p>
<p>First day of dealings in nil-paid Rights Shares</p>	<p>Thursday, 15 December 2022</p>
<p>Latest time for splitting of nil-paid Rights Shares</p>	<p>4:30 p.m. on Monday, 19 December 2022</p>
<p>Last day of dealings in nil-paid Rights Shares</p>	<p>Thursday, 22 December 2022</p>
<p>Latest time for lodging transfer documents of nil-paid Rights Shares in order to qualify for the Compensatory Arrangements</p>	<p>4:00 p.m. on Thursday, 29 December 2022</p>
<p>Latest time for acceptance of and payment for the Rights Shares.....</p>	<p>4:00 p.m. on Thursday, 29 December 2022</p>
<p>Announcement of the number of Unsubscribed Rights Shares subject to the Compensatory Arrangements</p>	<p>Tuesday, 3 January 2023</p>
<p>Commencement of placing of Unsubscribed Rights Shares by the Placing Agent</p>	<p>Wednesday, 4 January 2023</p>
<p>Latest time of placing of the Unsubscribed Rights Shares by the Placing Agent.....</p>	<p>4:00 p.m. on Thursday, 5 January 2023</p>

Event	Time and Date
Latest time for terminating the Underwriting Agreement and for the Rights Issue to become unconditional	4:00 p.m. on Friday, 6 January 2023
Announcement of results of the Rights Issue (including results of the placing of Unsubscribed Rights Shares and the amount of the Net Gain per Unsubscribed Rights Share under the Compensatory Arrangements)	Wednesday, 11 January 2023
Despatch of share certificates for fully-paid Rights Shares and completion of Placing to take place	on or before Thursday, 12 January 2023
Refund cheques, if any, to be despatched (if the Rights Issue is terminated)	on or before Thursday, 12 January 2023
Commencement of dealings in fully-paid Rights Shares	9:00 a.m. on Friday, 13 January 2023
Payment of Net Gain (if any) to relevant No Action Shareholders and net proceeds (if any) from sale of nil-paid Rights Shares to the relevant Non-Qualifying Shareholders	Friday, 3 February 2023

All times and dates stated above refer to Hong Kong local times and dates.

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, 31 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*