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New Wisdom Holding Company Limited **新智控股有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8213)

PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from “New Wisdom Holding Company Limited” to “StarGlory Holdings Company Limited”, and to adopt the Chinese name of “榮暉控股有限公司” as the dual foreign name of the Company in place of its existing Chinese name “新智控股有限公司”.

The proposed Change of Company Name is subject to the fulfillment of conditions as set out in the paragraph headed “Conditions for the Proposed Change of Company Name” in this announcement.

A circular containing, among other matters, details of the proposed Change of Company Name and a notice of EGM will be despatched to the Shareholders in due course.

PROPOSED CHANGE OF COMPANY NAME

The board (the “**Board**”) of directors (the “**Director(s)**”) of New Wisdom Holding Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) proposes to change the English name of the Company from “New Wisdom Holding Company Limited” to “StarGlory Holdings Company Limited”, and to adopt the Chinese name of “榮暉控股有限公司” as the dual foreign name of the Company in place of its existing Chinese name “新智控股有限公司” (the “**Change of Company Name**”).

A special resolution will be proposed at an extraordinary general meeting (the “**EGM**”) of the Company to be convened for the shareholders (the “**Shareholders**”) of the Company to consider and, if thought fit, to approve the proposed Change of Company Name.

CONDITIONS FOR THE PROPOSED CHANGE OF COMPANY NAME

The proposed Change of Company Name is conditional upon the following conditions having been satisfied:

- (i) the passing of a special resolution by the Shareholders approving the Change of Company Name at the EGM; and
- (ii) the Registrar of Companies in the Cayman Islands granting approval for the Change of Company Name.

Subject to the satisfaction of the conditions set out above, the Change of Company Name will take effect from the date on which the Registrar of Companies in the Cayman Islands enters the new English name and dual foreign name in Chinese of the Company on the register of companies in place of the former English and dual foreign name in Chinese of the Company and issues a certificate of incorporation on change of name. The Company will then carry out all necessary filing procedures with the Companies Registry in Hong Kong.

REASONS FOR THE PROPOSED CHANGE OF COMPANY NAME

Apart from continuing its existing food and beverage business, the Group intends to grasp new business opportunities to diversify its businesses. With Oceanic Fortress Holdings Limited becoming the controlling shareholder of the Company, new business strategies are being formulated with a focus on broadening the Company's scope of businesses in various industries. Accordingly, the Board is of the view that a change in company name will help establish a fresh corporate image and identity to better reflect the Group's future direction and development. As such, the Board considers that the proposed Change of Company Name is in the best interests of the Company and its Shareholders as a whole.

EFFECTS OF THE PROPOSED CHANGE OF COMPANY NAME

The proposed Change of Company Name will not affect any rights of the Shareholders or the Company's daily operations or its financial position. Once the Change of Company Name has become effective, any new share certificates of the Company issued thereafter will bear the new name of the Company. However, all the existing share certificates in issue bearing the present name of the Company will, after the proposed Change of Company Name having become effective, continue to be effective and as documents of title to the shares of the Company and will continue to be valid for trading, settlement, registration and delivery purposes. Accordingly, there will not be any arrangement for free exchange of the existing share certificates of the Company for new share certificates bearing the new name of the Company.

In addition, subject to the confirmation by The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), the English and Chinese stock short names of the Company for trading in the securities on the Stock Exchange will also be changed after the Change of Company Name becoming effective.

GENERAL

A circular containing, among other matters, details of the proposed Change of Company Name, together with a notice of the EGM and the related form of proxy, will be despatched to the Shareholders as soon as practicable. Further announcement(s) relating to the effective date of the Change of Company Name and the corresponding change in, among others, the stock short names of the shares of the Company will be made by the Company as and when appropriate.

By Order of the Board
New Wisdom Holding Company Limited
Huang Chao
Chairman

Hong Kong, 14 February 2019

As at the date of this announcement, the executive Directors are Mr. Huang Chao and Mr. Zheng Hua; and the independent non-executive Directors are Mr. Chan Yee Ping Michael, Mr. Deng Guozhen and Mr. Zeng Shiquan.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange for the purpose of giving information with regard to the Company. The Directors, 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 GEM website at <http://www.hkgem.com> on the “Latest Company Announcements” page for at least 7 days from the date of its posting and the website of the Company at www.nwhcl.com.