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**EXPERT
EXPERT SYSTEMS HOLDINGS LIMITED**

思博系統控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8319)

**FURTHER DELAY IN DESPATCH OF CIRCULAR
IN RESPECT OF
(1) VERY SUBSTANTIAL ACQUISITION AND
CONNECTED TRANSACTION IN RELATION TO THE ACQUISITION OF 70%
OF THE ISSUED SHARE CAPITAL OF THE TARGET COMPANY;
(2) ISSUE OF CONVERTIBLE BOND UNDER SPECIFIC MANDATE;
AND
(3) CONTINUING CONNECTED TRANSACTIONS IN RELATION TO
THE IT SERVICES AGREEMENT**

Reference is made to the announcements of Expert Systems Holdings Limited (the “**Company**”) dated 9 July 2021 in relation to, among other things, the Acquisition, the issue of the Convertible Bond, the grant of the Specific Mandate and the IT Services Agreements (the “**Announcement**”) and 6 August 2021 (the “**Delay Announcement**”). Unless otherwise stated, capitalised terms and expressions used herein shall have the same meanings as those defined in the Announcement.

As disclosed in the Delay Announcement, a circular (the “**Circular**”) containing, among other things, (i) further information on the Acquisition and the IT Services Agreement; (ii) the financial information on the Target Group; (iii) pro forma financial information of the Enlarged Group; (iv) the recommendations of the Independent Board Committee on the terms of the Acquisition, the issue of the Convertible Bond, the grant of the Specific Mandate and the IT Services Agreement (including the transactions contemplated thereunder and the Annual Caps); (v) a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders in relation to the Acquisition, the issue of the Convertible Bond, the grant of the Specific Mandate and the IT Services Agreement (including the transactions contemplated thereunder and the Annual Caps); and (vi) other information as required under the GEM Listing Rules with the notice convening the EGM, is expected to be despatched to the Shareholders on or before 31 August 2021.

As further time is required for the Company to prepare and finalise certain information to be included in the Circular, the Company expects that the despatch of the Circular will be delayed to a date not later than 30 September 2021.

On behalf of the Board of
Expert Systems Holdings Limited
Wong Chu Kee Daniel
Chairman and non-executive Director

Hong Kong, 31 August 2021

As at the date of this announcement, the Board composition is as follows:

Chairman and non-executive Director:

Mr. Wong Chu Kee Daniel

Chief executive officer and executive Director:

Mr. Lau Wai Kwok

Executive Directors:

Ms. Lau Tsz Yan

Mr. So Cheuk Wah Benton

Non-executive Directors:

Mr. Chu Siu Sum Alex

Mr. Chan Kin Mei Stanley

Independent non-executive Directors:

Mr. Au Yu Chiu Steven

Mr. Chung Fuk Wing Danny

Mr. Ko Man Fu

Mr. Mak Wai Sing

This announcement, for which the Directors 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, 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 Stock Exchange's website at www.hkexnews.hk, the GEM website at www.hkgem.com, on the "Latest Company Announcements" page for at least seven days from the date of its posting and the Company's website at www.expertsystems.com.hk.