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## **WAN LEADER INTERNATIONAL LIMITED**

**萬勵達國際有限公司**

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

**(Stock Code: 8482)**

### **COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE**

**Placing Agent**

**漢華證券**  
*Evergreen Securities Limited*

Reference is made to the announcement of Wan Leader International Limited (the “**Company**”) dated 19 September 2023 (the “**Placing Announcement**”) in relation to the placing of up to 220,566,000 new Shares under the General Mandate, the announcement of the Company dated 9 October 2023, 24 October 2023 and 7 November 2023 in relation to the further extension of the Long Stop Date (the “**Extension Announcements**”). Unless otherwise defined, capitalised terms used herein have the same meanings as defined in the Placing Announcements and Extension Announcements.

#### **COMPLETION OF THE PLACING**

The Board is pleased to announce that all the conditions precedent set out in the Placing Agreement had been fulfilled and completion of the Placing (“**Completion**”) took place on 16 November 2023 in accordance with the terms and conditions of the Placing Agreement. An aggregate of 145,000,000 Placing Shares, representing approximately 11.62% of the issued share capital of the Company as at the date of this announcement immediately after Completion, have been successfully placed to no less than six Places at the Placing Price of HK\$0.100 per Placing Share.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, each of the Placees and where appropriate, their ultimate beneficial owner(s) is an Independent Third Parties and is not connected with, or is not acting in concert with the Company and its connected persons. None of the Placees has or will become a substantial Shareholder (as defined under the GEM Listing Rules) immediately upon Completion.

The net proceeds from the Placing, after deduction of all relevant expenses (including but not limited to placing commission, legal expenses and disbursements) amounted to approximately HK\$14,048,000. The net issue price per Placing Share (after deduction of the placing commission, professional fees and all and related expenses) is approximately HK\$0.969. As disclosed in the Announcement, the Company intends to apply the net proceeds from the Placing for the purposes of replenishing the working capital of the Group and developing the Group's businesses.

## EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY UPON COMPLETION

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, the shareholding structure of the Company immediately before and upon Completion is set out below:

	Immediately before completion of the Placing		Immediately after completion of the Placing	
	<i>Number of Shares</i>	<i>Approx. %</i>	<i>Number of Shares</i>	<i>Approx. %</i>
<b>Substantial Shareholders</b>				
Liao Daichun ( <i>Note 1</i> )	130,250,000	11.81	130,250,000	10.44
Zhao Rongjing ( <i>Note 2</i> )	130,250,000	11.81	130,250,000	10.44
Luo Honghui ( <i>Note 3</i> )	126,650,000	11.48	126,650,000	10.14
Zhongyuehui (Shenzhen) Holdings Group Limited ( <i>Note 3</i> )	126,650,000	11.48	126,650,000	10.14
<b>Public Shareholders</b>				
The Placees	—	0.00	145,000,000	11.62
Other public Shareholders	<u>845,930,000</u>	<u>76.71</u>	<u>845,930,000</u>	<u>67.80</u>
Total	<u><u>1,102,830,000</u></u>	<u><u>100.00</u></u>	<u><u>1,247,830,000</u></u>	<u><u>100.00</u></u>

Notes:

- (1) Mr. Liao Daichun has been the chief executive officer with effect from 20 August 2021.
- (2) Ms. Zhao Rongjing is the spouse of Mr. Liao Daichun, and is deemed to be interested in the shares which are interested by Mr. Liao Daichun under the SFO.

- (3) Zhongyuehui (Shenzhen) Holdings Group Limited (a company 95% controlled by Mr. Luo Honghui (“**Mr. Luo**”)) is interested in 126,650,000 Shares. Accordingly, Mr. Luo is deemed to be interested in 126,650,000 Shares owned by Zhongyuehui (Shenzhen) Holdings Group Limited by virtue of Part XV of the SFO.

Save for the above, all other information stated in the Placing Announcement remains unchanged. This clarification is supplemental to and should be read in conjunction with the Placing Announcement.

By order of the Board  
**Wan Leader International Limited**  
**Zhang Pangfei**  
*Executive Director*

Hong Kong, 16 November 2023

*At the date of this announcement, the executive Directors are Mr. Loy Hak Yu Thomas, Mr. Zhang Pangfei, Ms. Wu Yushan and Mr. Yan Ximao; the independent non-executive Directors are Mr. Ho Yuk Ming Hugo, Mr. Chow Chi Wing, Mr. Liao Dongqiang and Ms. Qu Tianyun.*

*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 of Hong Kong Limited 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, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and (ii) 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](http://www.hkexnews.hk) for at least seven days from the date of its posting. This announcement will also be published on the website of the Company at [www.wanleader.com](http://www.wanleader.com).*