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If you are in any doubt as to any aspect of this supplemental circular or as to the action to be taken, you should consult your licensed securities dealer, registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Wan Leader International Limited, you should at once hand this supplemental circular and the accompanying form of proxy to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.



WAN LEADER INTERNATIONAL LIMITED

萬勵達國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8482)

(I) SUPPLEMENTAL CIRCULAR FOR RE-ELECTION OF RETIRING DIRECTOR; (II) POSTPONEMENT OF AGM; AND (III) NOTICE OF POSTPONED ANNUAL GENERAL MEETING

This supplemental circular should be read together with the circular of the Company and the Original Notice both dated 26 July 2024.

A supplemental notice convening the postponed general meeting of the Company (the “**Postponed AGM**”) to be held at 11:00 a.m. on Monday, 23 September 2024, at 21/F., Grand Millennium Plaza, 181 Queen’s Road Central, Sheung Wan, Hong Kong is or its adjournment to approve matters referred to this supplemental circular is set out on pages AGM-1 to AGM-3 of this supplemental circular. The Postponed AGM Proxy Form is also enclosed.

Whether or not you are able to attend the Postponed AGM, you are requested to complete and sign the enclosed Postponed AGM Proxy Form in accordance with the instructions printed thereon and return it to the Company’s branch share registrar and transfer office Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong or via the designated website (<https://spot-meeting.tricor.hk>) by using the username and password provided on the notification letter sent by the Company by 11:00 a.m. on Saturday, 21 September 2024 but in any event not less than 48 hours before the time appointed for holding of the Postponed AGM or any adjournment thereof (as the case may be). Completion and return of the Postponed AGM Proxy Form shall not preclude you from attending and voting in person at the Postponed AGM or any adjournment thereof (as the case may be) should you so wish, and in such case, the form of proxy previously submitted shall be deemed to be revoked.

This supplemental circular and Postponed AGM Proxy Form will remain on the “Latest Listed Company Information” page of the website of the Stock Exchange at www.hkexnews.hk for at least 7 days from the date of its publication and on the Company’s website at www.wanleader.com.

Capitalised terms used in this cover page shall have the same meaning as those defined in the section headed “Definitions” of this supplemental circular.

30 August 2024

CHARACTERISTICS OF GEM

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.

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DEFINITIONS

In this supplemental circular, unless the context otherwise requires, the following expressions shall have the following meanings:

“AGM” or “Annual General Meeting”	the annual general meeting of the Company originally proposed to be held at 11:00 a.m. on Wednesday, 28 August 2024, at 21/F., Grand Millennium Plaza, 181 Queen’s Road Central, Sheung Wan, Hong Kong
“Postponed AGM”	the postponed annual general meeting of the Company to be held at at 11:00 a.m. on Monday, 23 September 2024, at 21/F., Grand Millennium Plaza, 181 Queen’s Road Central, Sheung Wan, Hong Kong
“Postponed AGM Proxy Form”	the form of proxy sent together with this supplemental circular of the Company on 30 August 2024;
“Articles”	the articles of association of the Company, as amended, supplemented or modified from time to time
“Board”	the board of Directors
“Circular”	the circular of the Annual General Meeting dated 26 July 2024
“Company”	Wan Leader International Limited, a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on GEM
“Director(s)”	the director(s) of the Company
“First Proxy Form”	the first form of proxy of the Company sent together with the Circular on 26 July 2024
“GEM”	the GEM of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM as amended, supplemented or modified from time to time
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China

DEFINITIONS

“Latest Practicable Date”	27 August 2024, being the latest practicable date prior to the printing of this supplemental circular for ascertaining certain information contained in this supplemental circular
“Ms. Lai”	Ms. Lai Pik Chi Peggy, an independent non-executive Director
“Nomination Committee”	the Nomination Committee of the Board
“Nomination Policy”	the Nomination Policy adopted by the Company
“Original Notice”	the notice convening the Annual General Meeting dated 26 July 2024
“Retiring Director(s)”	the Director(s) retiring at the Postponed AGM and is eligible and offering themselves for re-election at the Postponed AGM, in accordance with the Articles
“Shareholder(s)”	the holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed thereto under the Companies ordinance, Chapter 622 of the Laws of Hong Kong
“substantial shareholder”	has the meaning ascribed thereto in the GEM Listing Rules
“%”	percent

References to time and dates in this supplemental circular are to Hong Kong time and dates.

LETTER FROM THE BOARD



WAN LEADER INTERNATIONAL LIMITED

萬勵達國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8482)

Executive Directors:

Mr. Loy Hak Yu Thomas (*Chairman*)
Mr. Zhang Pangfei
Ms. Wu Yushan
Mr. Yan Ximao
Ms. Qu Tianyun

Independent non-executive Directors:

Mr. Ho Yuk Ming Hugo
Mr. Chow Chi Wing
Ms. Lai Pik Chi Peggy

Registered office:

Third Floor, Century Yard,
Cricket Square, P.O. Box 902,
Grand Cayman, KY1-1103,
Cayman Islands

*Headquarter and principal place of
business in Hong Kong:*

Office Tower Unit 903,
Hutchison Logistics Centre,
Terminal 4,
Kwai Chung Container Port,
18 Container Port Road South,
Kwai Chung,
New Territories, Hong Kong

30 August 2024

To the Shareholders

Dear Sir or Madam,

**(I) SUPPLEMENTAL CIRCULAR FOR RE-ELECTION
OF RETIRING DIRECTOR;
(II) POSTPONEMENT OF AGM; AND
(III) NOTICE OF POSTPONED ANNUAL GENERAL MEETING**

1. INTRODUCTION

This supplemental circular should be read together with the Circular which contains, inter alia, the Original Notice and information relating to the re-election of Retiring Directors at the Annual General Meeting. The purposes of this supplemental circular are to provide you with further information regarding the resolution to be proposed at the Postponed AGM for the re-election of additional Retiring Director and to give you a notice of the Postponed AGM and the Postponed AGM Proxy Form.

LETTER FROM THE BOARD

2. RE-ELECTION OF RETIRING DIRECTOR

Subsequent to the despatch of the Circular and the Original Notice, the composition of board committees was changed (“**Changes in Board Composition**”) as follows: on 22 August 2024, (i) Mr. Liao Dongqiang (“**Mr. Liao**”) has resigned as an independent non-executive Director of the Company and ceased to be the chairman of the Remuneration Committee and a member of each of the Audit Committee and the Nomination Committee (the “**Resignation**”); and (ii) Ms. Lai Pik Chi Peggy (“**Ms. Lai**”) has been appointed as an independent non-executive Director of the Company, the chairman of the Remuneration Committee and a member of each of the Audit Committee and the Nomination Committee. For further details, please refer to the announcement of the Company dated 22 August 2024.

In accordance with Article 83(3) of the Articles, any Director appointed by the Board to fill a casual vacancy shall hold office until the first general meeting after his appointment and any Director appointed as an addition to the Board shall hold office until the next annual general meeting of the Company after his appointment, and such Director shall then be eligible for re-election. Ms. Lai was appointed as an independent non-executive Director with effect from 22 August 2024 to fill a casual vacancy of the Board. Accordingly, Ms. Lai shall retire as Director at the Postponed AGM and, being eligible, offer herself for re-election at the Postponed AGM.

Details of Ms. Lai who is subject to re-election at the Postponed AGM is set out in Appendix I to this supplemental circular, in accordance with the relevant requirements of the GEM Listing Rules.

As at the Latest Practicable Date, the Board comprises five executive Directors, namely, Mr. Loy Hak Yu Thomas, Mr. Zhang Pangfei, Ms. Wu Yushan, Mr. Yan Ximao and Ms. Qu Tianyun; and three independent non-executive Directors, namely, Mr. Ho Yuk Ming Hugo, Mr. Chow Chi Wing and Ms. Lai Pik Chi Peggy.

The Nomination Committee has evaluated Ms. Lai based on criteria set out in the Nomination Policy and is of the view that Ms. Lai will bring to the Board diverse perspectives, skills and experience as further described in her biography in Appendix I to this supplemental circular.

In addition, the Nomination Committee has assessed and reviewed the written confirmation of independence of Ms. Lai, who has offered herself for re-election as independent non-executive Director at the Postponed AGM. Based on the independence criteria as set out in Rule 5.09 of the GEM Listing Rules, the Nomination Committee is satisfied that she remains independent in accordance with Rule 5.09 of the GEM Listing Rules.

Therefore, the Board, with the recommendation of the Nomination Committee, has nominated Ms. Lai for re-election as Director at the Postponed AGM.

The Board recommends that, subject to the approval of Shareholders at the Postponed Annual General Meeting, the Board be authorised to fix the remuneration of all Directors of the Company.

LETTER FROM THE BOARD

3. POSTPONEMENT OF ANNUAL GENERAL MEETING, NOTICE OF POSTPONED AGM AND POSTPONED AGM PROXY FORM

Expected Postponement of the AGM

Due to the Changes in Board Composition, (i) the ordinary resolutions numbered 5 in respect of the re-election Mr. Liao Dongqiang as a Director as set out in the Original Notice and the proxy form enclosed with the Circular (the “**First Proxy Form**”) is no longer applicable and will not be put forward for consideration and approval by the Shareholders at the AGM; and (ii) new ordinary resolution in respect of re-election of Ms. Lai as new Director will be submitted to the Shareholders for consideration at the Postponed AGM.

To comply with the minimum notice period of 21 days before the date of the relevant annual general meeting to consider the subject matter as required by the Articles, and allow sufficient time for the Shareholders to consider the information and resolutions set out in this supplemental circular, notice of the Postponed AGM and the Postponed AGM Proxy Form, the Board has resolved to postpone the AGM to be convened at 11:00 a.m. on Monday, 23 September 2024, at 21/F., Grand Millennium Plaza, 181 Queen’s Road Central, Sheung Wan, Hong Kong (the “**Postponed AGM**”).

Notice of Postponed AGM

Since the Original Notice and the First Proxy Form sent together with the Circular do not contain the proposed resolution for the re-election of Ms. Lai as set out in this supplemental circular, a notice of Postponed AGM has been set out on pages AGM-1 to AGM-3 of this supplemental circular and the Postponed AGM Proxy Form is enclosed with this supplemental circular to include such proposed resolution. Pursuant to Rule 17.47(4) of the GEM Listing Rules, any vote of Shareholders at a general meeting must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. As such, all resolutions set out in the Original Notice and the notice of the Postponed AGM will be voted on by way of poll.

Postponed AGM Proxy Form

A form of proxy for use at the Postponed AGM is sent to you with this supplemental circular. Whether or not you are able to attend the Postponed AGM, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return it to the branch share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong or via the designated website (<https://spot-emeeting.tricor.hk>) by using the username and password provided on the notification letter sent by the Company by 11:00 a.m. on Saturday, 21 September 2024 or not less than 48 hours before the time appointed for holding any postponed meeting (the “**Closing Time**”). Completion and return of the Postponed AGM Proxy Form shall not preclude you from attending and voting in person at the Postponed AGM or any adjournment thereof (as the case may be) should you so wish, and in such case, the form of proxy previously submitted shall be deemed to be revoked.

LETTER FROM THE BOARD

A Shareholder who has not yet lodged the First Proxy Form with the Company's Hong Kong branch share registrar is requested to lodge the Postponed AGM Proxy Form if he/she wishes to appoint proxy(ies) to attend and vote at the Postponed AGM on his/her behalf. In this case, the First Proxy Form should not be lodged with the Company's Hong Kong branch share registrar.

A Shareholder who has already lodged the First Proxy Form with the Company's Hong Kong branch share registrar should take note of the following:

- (i) subject to (iii) below, if no Postponed AGM Proxy Form is lodged with the Company's Hong Kong branch share registrar, the First Proxy Form will be treated as a valid form of proxy lodged by him/her if correctly completed and signed. The proxy so appointed by the Shareholder shall be required to vote in such manner as he/she may be directed under the First Proxy Form, and in respect of the resolutions for the proposed re-election of Ms. Lai as set out in the notice of Postponed AGM and the Postponed AGM Proxy Form, the proxy will be entitled to vote at his/her discretion or to abstain from voting on such resolutions;
- (ii) if the Postponed AGM Proxy Form is lodged with the Company's Hong Kong branch share registrar before the Closing Time, the Postponed AGM Proxy Form, if correctly completed and signed, shall revoke and supersede the First Proxy Form previously lodged by him/her. The Postponed AGM Proxy Form will be treated as a valid form of proxy lodged by the Shareholder;
- (iii) if the Postponed AGM Proxy Form is lodged with the Company's Hong Kong branch share registrar after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the proxy appointment under the Postponed AGM Proxy Form will be invalid. The proxy so appointed by the Shareholder under the First Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in (i) above as if no Postponed AGM Proxy Form was lodged with the Company's Hong Kong branch share registrar.

Accordingly, Shareholders are advised to complete the Postponed AGM Proxy Form carefully and lodge the Postponed AGM Proxy Form with the Company's Hong Kong branch share registrar before the Closing Time.

LETTER FROM THE BOARD

4. CLOSURE OF REGISTER OF MEMBERS

In order to be eligible to attend and vote at the Postponed AGM, all transfer documents accompanied by the relevant share certificates must be lodged with the branch share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong by 4:30 p.m. on Tuesday, 17 September 2024.

The register of members of the Company will be closed from Wednesday, 18 September 2024 to Monday, 23 September 2024, both days inclusive, for determination of entitlements to attend and vote at the Postponed AGM and during which period no transfer of Shares will be registered.

5. RECOMMENDATION

The Directors consider that the proposed re-election of Ms. Lai as set out in notice of Postponed AGM is in the best interests of the Company and the Shareholders. Accordingly, the Directors recommend the Shareholders to vote in favour of the relevant resolution to be proposed at the Postponed AGM.

6. GENERAL INFORMATION

Your attention is drawn to the additional information set out in Appendix I to this supplemental circular.

7. RESPONSIBILITY STATEMENT

This supplemental circular, 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 (i) the information contained in this supplemental circular 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 supplemental circular misleading.

Yours faithfully,
On behalf of the Board
Wan Leader International Limited
Loy Hak Yu Thomas
Chairman and Executive Director

Pursuant to the GEM Listing Rules, the details of the additional Retiring Director who will retire at the AGM according to the Articles and will be proposed to be re-elected at the same meeting are provided below.

Ms. Lai Pik Chi Peggy (“Ms. Lai”)

Ms. Lai, aged 59, has over 30 years of auditing, accounting, financial management experience. She obtained a master degree of business administration from the University of Manchester in the United Kingdom in June 2010. She is a fellow member of the Association of Chartered Certified Accountants and an associate member of the Hong Kong Institute of Certified Public Accountants. She is currently an independent non-executive director of Elegance Optical International Holdings Limited (stock code: 907), a company listed on the Main Board of the Stock Exchange, an independent non-executive director of Kwong Luen Engineering Holdings Limited (stock code: 1413), a company listed on the Main Board of the Stock Exchange, an independent non-executive director of KPa-BM Holdings Limited (stock code: 2663), a company listed on the Main Board of the Stock Exchange, an independent non-executive director of China Come Ride New Energy Group Limited (stock code: 8039), a company listed on GEM of the Stock Exchange. She was an independent non-executive director of CT Environmental Group Limited (previous stock code: 1363 prior of delisting from the Main Board of the Stock Exchange) from August 2020 to August 2021. She was a non-executive director of Larry Jewelry International Company Limited (stock code: 8351, prior to delisting from GEM of the Stock Exchange) from February 2020 to November 2021. She was an executive director of Zhejiang United Investment Holdings Group Limited (stock code: 8366) from July 2021 to March 2024, for which she served as an independent non-executive director from November 2019 to July 2021.

Ms. Lai has entered into a service agreement (the “**Service Agreement**”) with the Company for a term of three years, which may be terminated by either party giving not less than three months’ written notice. The appointment of Ms. Lai is also subject to retirement by rotation and re-election at the general meetings of the Company in accordance with the articles of association of the Company. Pursuant to the Service Agreement, Ms. Lai is entitled to receive an annual remuneration of approximately HK\$168,000, which is determined by the Board based on the recommendation of the Remuneration Committee after considering a range of factors including salaries paid by comparable companies, time commitment, duties and responsibilities of Ms. Lai, the Company’s performance and profitability and prevailing market benchmark. Her future remuneration will be subject to review by the Remuneration Committee from time to time pursuant to the power conferred on it by the Board.

As at the Latest Practicable Date, save as disclosed above, Ms. Lai (i) does not hold any other directorship in the last three years in other public company the securities of which are listed on any securities market in Hong Kong or overseas; (ii) does not have any relationship with any other directors, senior management or substantial or controlling shareholders (having the meaning ascribed to them under the GEM Listing Rules) of the Company; (iii) does not hold any position of the Company and other companies within the Group; and (iv) does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Ms. Lai has confirmed that (i) she has satisfied all the criteria for independence set out in Rule 5.09 of the GEM Listing Rules; (ii) she had no past or present financial or other interest in the business of the Group or any connection with any core connected persons (as defined in the GEM Listing Rules) of the Company; and (iii) there are no other factors that may affect her independence at the time of her appointment.

NOTICE OF POSTPONED AGM



WAN LEADER INTERNATIONAL LIMITED

萬勵達國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8482)

Reference is made to the notice of annual general meeting (the “**Original Notice**”) of Wan Leader International Limited (the “**Company**”) dated 26 July 2024 by which the Company originally proposed to be held at 11:00 a.m. on Wednesday, 28 August 2024, at 21/F., Grand Millennium Plaza, 181 Queen’s Road Central, Sheung Wan, Hong Kong. This notice shall be read together with the Original Notice. Capitalised terms defined in the supplemental circular dated 30 August 2024 issued by the Company (the “**Supplemental Circular**”) shall have the same meanings when used herein unless otherwise specified.

NOTICE IS HEREBY GIVEN that the postponed general meeting of the Company (the “**Postponed AGM**”) will be held at 11:00 a.m. on Monday, 23 September 2024, at 21/F., Grand Millennium Plaza, 181 Queen’s Road Central, Sheung Wan, Hong Kong for the purpose of considering and, if thought fit, passing the following resolution in addition to the resolutions as set out in the Original Notice, with or without amendments, as ordinary resolution of the Company.

ORDINARY RESOLUTION

5(A). To re-elect Ms. Lai Pik Chi Peggy as an independent non-executive Director of the Company

On behalf of the Board
Wan Leader International Limited
Loy Hak Yu Thomas
Chairman and Executive Director

Hong Kong, 30 August 2024

Registered office:
Third Floor,
Century Yard,
Cricket Square,
P.O. Box 902,
Grand Cayman, KY1-1103,
Cayman Islands

*Headquarter and principal place
of business in Hong Kong:*
Office Tower Unit 903,
Hutchison Logistics Centre,
Terminal 4,
Kwai Chung Container Port,
18 Container Port Road South,
Kwai Chung,
New Territories, Hong Kong

NOTICE OF POSTPONED AGM

Notes:

1. Any Shareholder of the Company entitled to attend and vote at the Postponed AGM shall be entitled to appoint another person as his proxy to attend and vote instead of him. A Shareholder who is the holder of two or more Shares may appoint more than one proxy to represent him and vote on his behalf at the Postponed AGM. A proxy need not be a member of the Company. A proxy so appointed shall be entitled to exercise the same powers on behalf of such Shareholder.
2. Save for the resolution numbered 5(A) in this notice of Postponed AGM, there are no other changes to the resolutions set out in the Original Notice. For details of the resolutions to be considered at the Postponed AGM and other relevant matters, please refer to the circular of the Company dated 26 July 2024 published on the website of The Stock Exchange of Hong Kong Limited and the website of the Company and the Supplemental Circular.
3. Since the resolution numbered 5(A) proposed in this notice of Postponed AGM will be added as additional resolution to be considered in the Postponed AGM, a form of proxy for the Postponed AGM (the “**Postponed AGM Proxy Form**”) has been prepared and is enclosed with this notice of Postponed AGM.
4. To be valid, the Postponed AGM Proxy Form must be duly completed in accordance with the instructions printed thereon and deposited, together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power of attorney or authority, at the branch share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong or via the designated website (<https://spot-emeeting.tricor.hk>) by using the username and password provided on the notification letter sent by the Company by 11:00 a.m. on Saturday, 21 September or not less than 48 hours before the time appointed for holding any postponed meeting.
5. Completion and delivery of first form of proxy of the Company for the AGM enclosed with the circular dated 26 July 2024 (the “**First Proxy Form**”) or the Postponed AGM Proxy Form will not preclude a Shareholder from attending and voting in person at the Postponed AGM or any adjournment thereof and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
6. If you have already lodged the First Proxy Form with the Company’s branch share registrar and transfer office in Hong Kong, please note that:
 - (i) subject to (iii) below, if no Postponed AGM Proxy Form is lodged with the Company’s Hong Kong branch share registrar, the First Proxy Form will be treated as a valid form of proxy lodged by him/her if correctly completed and signed. The proxy so appointed by the Shareholder shall be required to vote in such manner as he/she may be directed under the First Proxy Form, and in respect of the resolutions for the proposed re-election of Ms. Lai as set out in this notice of Postponed AGM and the Postponed AGM Proxy Form, the proxy will be entitled to vote at his/her discretion or to abstain from voting on such resolutions;
 - (ii) if the Postponed AGM Proxy Form is lodged with the Company’s Hong Kong branch share registrar before the Closing Time, the Postponed AGM Proxy Form, if correctly completed and signed, shall revoke and supersede the First Proxy Form previously lodged by him/her. The Postponed AGM Proxy Form will be treated as a valid form of proxy lodged by the Shareholder;
 - (iii) if the Postponed AGM Proxy Form is lodged with the Company’s Hong Kong branch share registrar after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the proxy appointment under the Postponed AGM Proxy Form will be invalid. The proxy so appointed by the Shareholder under the First Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in (i) above as if no Postponed AGM Proxy Form was lodged with the Company’s Hong Kong branch share registrar.
7. Where there are joint holders of any Share, any one of such persons may vote, either in person or by proxy, in respect of such Share as if he were solely entitled thereto, but if more than one of such joint holders be present at the Postponed AGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such Share shall alone be entitled to vote in respect thereof.
8. In compliance with the GEM Listing Rules, all resolutions to be proposed at the Postponed AGM convened by the Original Notice and this notice will be voted on by way of poll.

NOTICE OF POSTPONED AGM

9. References to time and dates in this notice are to Hong Kong time and dates.
10. For the purpose of determining the shareholders who are entitled to attend and vote at the Postponed AGM, the register of members of the Company will be closed from Wednesday, 18 September 2024 to Monday, 23 September 2024 (both days inclusive), during which period no transfer of shares will be registered. In order to qualify for attending and voting at the Postponed AGM, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Tuesday, 17 September 2024.
11. Details of Ms. Lai Pik Chi Peggy proposed to be re-elected as a Director at the Postponed AGM are set out in Appendix I to the Supplemental Circular.

As at the date of this notice, the Board comprises five executive Directors, namely, Mr. Loy Hak Yu Thomas, Mr. Zhang Pangfei, Ms. Wu Yushan, Mr. Yan Ximao and Ms. Qu Tianyun; and three independent non-executive Directors, namely, Mr. Ho Yuk Ming Hugo, Mr. Chow Chi Wing and Ms. Lai Pik Chi Peggy.

This notice, 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 notice misleading.

This notice will remain on the Stock Exchange's website at 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.