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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

PineStone 鼎石

Reference are made to the announcement and the clarification announcement of Wan Leader International Limited (the “**Company**”) dated 11 March 2025 (the “**Placing Announcements**”) in relation to the placing of up to 24,956,600 new Shares under the General Mandate. Unless otherwise defined, capitalised terms used herein have the same meanings as defined in the Placing 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 31 March 2025 in accordance with the terms and conditions of the Placing Agreement. An aggregate of 24,956,600 Placing Shares, representing approximately 16.67% 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\$0.137 per Placing Share.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, each of the Places 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 Places 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 (after deduction of placing commission and other expenses of the Placing) amounted to approximately HK\$3.22 million. The net issue price per Placing Share (after deduction of placing commission and other expenses of the Placing) is approximately HK\$0.129. As disclosed in the Announcement, the Company intends that (i) approximately HK\$2.00 million will be used for repayment of loans; and (ii) approximately HK\$1.22 million will be used for replenishment of working capital and general business operation.

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>
Shareholders				
Cargo Man Logistics Company Limited (Note 1)	31,716,000	25.42	31,716,000	21.18
Liao Daichun (Note 2)	13,025,000	10.44	13,025,000	8.70
Hongkong ZCFT International Limited (Note 3)	12,000,000	9.62	12,000,000	8.01
Public Shareholders				
The Places	0	0.00	24,956,600	16.67
Other public Shareholders	<u>68,041,800</u>	<u>54.52</u>	<u>68,041,800</u>	<u>45.44</u>
Total	<u><u>124,783,000</u></u>	<u><u>100.00</u></u>	<u><u>149,739,600</u></u>	<u><u>100.00</u></u>

Notes:

- (1) Cargo Man Logistics Company Limited is wholly and beneficially owned by Mr. Tan Cheung Kenneth. By virtue of Part XV of the SFO, Mr. Tan is deemed to be interested in 31,716,000 Shares owned by Cargo Man Logistics Company Limited.
- (2) Mr. Liao Daichun was appointed as a non-executive Director on 23 April 2021 and he resigned on 2 August 2021. Mr. Liao has been the chief executive officer with effect from 20 August 2021.

- (3) Hongkong ZCFT International Limited is wholly and beneficially owned by Ms. Qu Tianyun. By virtue of Part XV of the SFO, Ms. Qu Tianyun is deemed to be interested in 12,000,000 Shares owned by Hongkong ZCFT International Limited.

By order of the Board
Wan Leader International Limited
Loy Hak Yu Thomas
Chairman and Executive Director

Hong Kong, 31 March 2025

As at the date of this announcement, the Board comprises two executive Directors, namely, Mr. Loy Hak Yu Thomas and Ms. Qu Tianyun; two non-executive Directors, namely, Mr. Li Shiu Tong Andrew and Mr. Yau Tung Shing and three independent non-executive Directors, namely, Mr. Chow Chi Wing, Mr. Tam Chi Ming George and Mr. Wan San Fai Vincent.

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 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.