

**IMPORTANT**

Reference is made to the prospectus issued by Wanjia Group Holdings Limited dated 3 February 2020 in relation to the rights issue (the “Prospectus”). Capitalised terms used herein shall have the same meanings as those defined in the Prospectus unless the context requires otherwise.

**IF YOU ARE IN ANY DOUBT AS TO ANY ASPECT OF THIS FORM OF APPLICATION FOR EXCESS RIGHTS SHARES (“EAF”) OR AS TO THE ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKER, A LICENSED DEALER IN SECURITIES OR REGISTERED INSTITUTION IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISERS.**

**THIS EAF IS VALUABLE BUT IS NOT TRANSFERABLE AND IS FOR THE USE ONLY BY THE QUALIFYING SHAREHOLDER(S) NAMED BELOW WHO WISH(ES) TO APPLY FOR EXCESS RIGHTS SHARES IN ADDITION TO THOSE ENTITLED BY HIM/HER/IT/THEM UNDER THE RIGHTS ISSUE. APPLICATIONS MUST BE RECEIVED BY NOT LATER THAN 4:00 P.M. ON MONDAY, 17 FEBRUARY 2020 (OR SUCH LATER DATE AND/OR TIME AS MENTIONED IN THE SECTION HEADED “EFFECT OF BAD WEATHER AND/OR EXTREME CONDITIONS ON THE LATEST TIME FOR ACCEPTANCE OF AND PAYMENT FOR THE RIGHTS SHARES AND APPLICATION FOR EXCESS RIGHTS SHARES” IN THE PROSPECTUS.)**

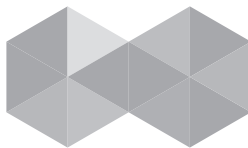
A copy of this EAF, together with a copy of the Prospectus, the PAL and the other documents specified in the paragraph headed “15. Documents Delivered to the Registrar of Companies” in Appendix III to the Prospectus, have been registered with the Registrar of Companies in Hong Kong as required by Section 342C of the Companies (Winding up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong). The Registrar of Companies in Hong Kong, the Stock Exchange and the SFC take no responsibility as to the contents of any of these documents.

Dealings in the Consolidated Shares, the Rights Shares in their nil-paid form and fully-paid form may be settled through CCASS and you should consult your stockbroker or a licensed dealer in securities or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser for details of those settlement arrangements and how such arrangements may affect your rights and interests.

Hong Kong Exchanges and Clearing Limited, the Stock Exchange and HKSCC take no responsibility for the contents of this EAF, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this EAF. The Rights Issue is subject to the fulfilment or (where applicable) waiver of the conditions set out under the section headed “Conditions of the Rights Issue” in the “Letter from the Board” in the Prospectus. If any of the conditions of the Rights Issue is not fulfilled or (where applicable) waived, at or before 4:00 p.m. on Tuesday, 18 February 2020 (or such later time and/or date as the Company may determine), the Rights Issue will not proceed.

Subject to the granting of listing of, and permission to deal in, the Rights Shares in both their nil-paid and fully-paid forms on the Stock Exchange as well as compliance with the stock admission requirements of HKSCC, the Rights Shares in both their nil-paid and fully-paid forms will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the respective commencement dates of dealing in their nil-paid and fully-paid forms on the Stock Exchange, or such other dates as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second settlement day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

Branch share registrar and  
transfer office  
in Hong Kong:  
Tricor Investor Services  
Limited  
Level 54, Hopewell Centre  
183 Queen's Road East  
Hong Kong



**WANJIA GROUP**  
萬嘉集團

## **WANJIA GROUP HOLDINGS LIMITED**

**萬嘉集團控股有限公司**

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

**(Stock Code: 401)**

**RIGHTS ISSUE ON THE BASIS OF TWO (2) RIGHTS SHARES  
FOR EVERY ONE (1) CONSOLIDATED SHARE  
HELD ON THE RECORD DATE  
AT A SUBSCRIPTION PRICE OF HK\$0.192 PER RIGHTS SHARE**

**PAYABLE IN FULL ON ACCEPTANCE BY NOT LATER THAN  
4:00 P.M. ON MONDAY, 17 FEBRUARY 2020**

### **FORM OF APPLICATION FOR EXCESS RIGHTS SHARES**

Name(s) and address of the Qualifying Shareholder(s)

\_\_\_\_\_

Application can only  
be made by  
the Qualifying  
Shareholder(s)  
named here

\_\_\_\_\_

To: The Directors  
**Wanjia Group Holdings Limited**

Dear Sirs and Madams,

I/We, being the registered Qualifying Shareholder(s) named above, hereby irrevocably apply for \_\_\_\_\_ excess Rights Share(s) at the Subscription Price of HK\$0.192 per Rights Share under the Rights Issue, in respect of which I/We enclose a separate remittance by cheque or cashier's order in favour of "**Wanjia Group Holdings Limited – Excess Application Account**" and crossed "**Account Payee Only**" issued for HK\$ \_\_\_\_\_ being the payment in full on application for the above number of excess Rights Shares.

I/We hereby request you to allot such excess Rights Shares applied for, or any lesser number, to me/us and to send by ordinary post at my/our own risk to the address shown above my/our share certificate(s) for the number of excess Rights Shares as may be allotted to me/us in respect of this application and/or a cheque for any surplus application monies returnable to me/us. I/We understand that allotments in respect of this application shall be at the sole discretion of the Directors. I/We acknowledge that I am/we are not guaranteed to be allotted any of the excess Rights Shares applied for.

I/We hereby undertake to accept such number of excess Rights Shares as may be allotted to me/us as aforesaid upon the terms set out in the Prospectus and subject to the memorandum and articles of association of the Company. In respect of any excess Rights Shares allotted to me/us, I/We authorise you to place my/our name(s) on the register of members of the Company as the holder(s) of such excess Rights Shares.

1. \_\_\_\_\_ 2. \_\_\_\_\_ 3. \_\_\_\_\_ 4. \_\_\_\_\_  
Signature(s) of applicant(s) (all joint applicants must sign)

Date: \_\_\_\_\_ 2020

Contact Telephone Number: \_\_\_\_\_

This EAF should be completed and lodged, together with payment of HK\$0.192 per Rights Share for the number of excess Rights Shares applied for by a cheque or cashier's order, with the Registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, so as to be received by the Registrar by not later than 4:00 p.m. on Monday, 17 February 2020 (or such later date and/or time as mentioned in the section headed "Effect of Bad Weather and/or Extreme Conditions on the Latest Time for Acceptance" in the Prospectus). All remittances must be made in Hong Kong dollars. Cheques must be drawn on an account with, and cashier's orders must be issued by, a licensed bank in Hong Kong and made payable to **"Wanjia Group Holdings Limited – Excess Application Account"** and crossed **"Account Payee Only"**.

Completion and return of this EAF together with a cheque or cashier's order in payment for the excess Rights Shares which are the subject of this form will constitute a warranty by the applicant(s) that the cheques or cashier's orders will be honoured on first presentation. All cheques and cashier's orders will be presented for payment following receipt and all interest earned on such monies (if any) will be retained for the benefit of the Company. If the cheque or cashier's order is not honoured on first presentation, this EAF is liable to be rejected.

You will be notified of any allotment of excess Rights Shares made to you. If no excess Rights Shares are allotted to you, it is expected that the amount tendered on application will be refunded to you in full without interest by means of a cheque despatched by ordinary post to you by not later than Tuesday, 25 February 2020, at your own risk. If the number of excess Rights Shares allotted to you is less than that applied for, a cheque for the amount of the surplus application monies will also be refunded to you without interest and despatched by ordinary post to you, by not later than Tuesday, 25 February 2020, at your own risk. Any such cheque will be drawn in favour of the applicant(s) named on this form. It is expected that share certificates in respect of the Rights Shares will be despatched by ordinary post on or before Tuesday, 25 February 2020 to those entitled thereto at their own risk. One share certificate will be issued for all the Rights Shares allotted to an applicant.

**A SEPARATE CHEQUE OR CASHIER'S ORDER MUST ACCOMPANY EACH APPLICATION.**

**NO RECEIPT WILL BE GIVEN.**

**(For office use only)**

<b>Application number</b>	<b>Number of excess Rights Shares applied for</b>	<b>Amount paid on application</b>	<b>Balance refunded</b>
		HK\$	HK\$

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### 重要提示

茲提述萬嘉集團控股有限公司所刊發日期為二零二零年二月三日有關供股的供股章程（「供股章程」）。除文義另有界定外，本文件所用詞彙與供股章程所界定者具有相同涵義。

閣下對本額外供股股份申請表格（「額外申請表格」）任何方面或應採取之行動如有任何疑問，應諮詢 閣下之股票經紀、持牌證券交易商或註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。

本額外申請表格具有價值，但不得轉讓，並僅供下列擬申請其於供股項下獲發配額以外之額外供股股份之合資格股東使用。申請須不遲於二零二零年二月十七日（星期一）下午四時正（或於供股章程內「惡劣天氣及／或極端情況對接納供股股份及申請額外供股股份並繳納股款之最後時限的影響」一節所述的較後日期及／或時間）遞交。

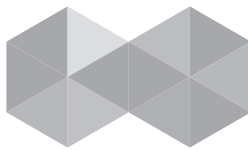
本額外申請表格連同供股章程、暫定配額通知書及供股章程附錄三「15. 送呈公司註冊處處長之文件」一段所述之其他文件，已遵照香港法例第32章公司（清盤及雜項條文）條例第342C條的規定送呈香港公司註冊處處長登記。香港公司註冊處處長、聯交所以及證監會對任何此等文件之內容概不負責。

合併股份、未繳股款及繳足股款之供股股份之買賣可透過中央結算系統進行交收， 閣下應諮詢 閣下之股票經紀或持牌證券交易商或註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問有關該等交收安排之詳情，以及有關安排對 閣下之權利與權益可能構成之影響。

香港交易及結算所有限公司、聯交所及香港結算對本額外申請表格之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示，概不對因本額外申請表格全部及任何部分內容而產生或因倚賴該等內容而引致之任何損失承擔任何責任。供股須在供股章程內「董事會函件」之「供股的條件」一節所載之條件達成或（如適用）豁免後，方可作實。倘供股之任何條件於二零二零年二月十八日（星期二）下午四時正（或本公司釐定之較後時間及／或日期）或之前並無達成或（如適用）不獲豁免，則供股將不會進行。

待供股股份（以未繳股款及繳足股款方式）於聯交所上市及買賣獲批准以及香港結算之股份收納規定獲符合後，供股股份（以未繳股款及繳足股款方式）將獲香港結算接納為合資格證券以於中央結算系統存入、結算及交收，由以未繳股款及繳足股款方式之供股股份各自於聯交所之開始買賣日期（或香港結算釐定之其他日期）起生效。聯交所參與者之間於任何交易日之交易須於其後第二個結算日在中央結算系統結算。於中央結算系統項下之一切活動須遵守不時生效之《中央結算系統一般規則》及《中央結算系統運作程序規則》。

香港股份過戶登記分處：  
卓佳證券登記有限公司  
香港  
皇后大道東183號  
合和中心54樓



WANJIA GROUP  
萬嘉集團

總辦事處及香港  
主要營業地點：  
香港  
英皇道101號  
19樓1902室

WANJIA GROUP HOLDINGS LIMITED  
萬嘉集團控股有限公司

(於開曼群島註冊成立之有限公司)

(股份代號：401)

按於記錄日期每持有一(1)股合併股份獲發兩(2)股供股股份之基準  
以每股供股股份0.192港元之認購價進行供股

股款須於接納時  
(不遲於二零二零年二月十七日(星期一)下午四時正)繳足

額外供股股份申請表格

合資格股東姓名／名稱及地址

僅供名列本欄之  
合資格股東  
申請。

致：萬嘉集團控股有限公司  
列位董事

敬啟者：

本人／吾等為上述名列之已登記合資格股東，現不可撤回地按供股項下每股供股股份0.192港元之認購價申請 \_\_\_\_\_ 股額外供股股份。茲附上就申請前述數目之額外供股股份時須繳足之港元 \_\_\_\_\_ 股款之獨立支票或銀行本票。支票或銀行本票註明抬頭人為「**Wanjia Group Holdings Limited – Excess Application Account**」及以「**只准入抬頭人賬戶**」方式劃線開出。

本人／吾等謹請 閣下向本人／吾等配發所申請(或任何較少數目)之有關額外供股股份，並將本人／吾等就此申請可能獲配發之相關數目之額外供股股份之股票及／或就任何多出之申請股款而應退還予本人／吾等之支票以普通郵遞方式寄往本人／吾等上列之地址，郵誤風險概由本人／吾等自行承擔。本人／吾等明白本申請由董事全權酌情配發。本人／吾等知悉，並不保證本人／吾等可獲配發任何所申請之額外供股股份。

本人／吾等承諾遵照供股章程所載條款及在 貴公司之組織章程大綱及細則之規限下，接納如上文所述可能配發予本人／吾等之相關數目之額外供股股份。本人／吾等就任何獲配發之額外供股股份授權 閣下將本人／吾等之姓名／名稱列入 貴公司之股東名冊，作為該等額外供股股份之持有人。

1. \_\_\_\_\_ 2. \_\_\_\_\_ 3. \_\_\_\_\_ 4. \_\_\_\_\_

申請人簽署(所有聯名申請人均須簽署)

日期：二零二零年 \_\_\_\_\_ 月 \_\_\_\_\_ 日

聯絡電話號碼： \_\_\_\_\_

本額外申請表格必須填妥，並連同就申請額外供股股份數目按每股供股股份**0.192**港元計算之應繳股款之支票或銀行本票，不遲於二零二零年二月十七日（星期一）下午四時正（或於供股章程內「惡劣天氣及／或極端情況對接納供股股份及申請額外供股股份並繳納股款之最後時限的影響」一節所述的較後日期及／或時間）交回過戶登記處卓佳證券登記有限公司，地址為香港皇后大道東**183**號合和中心**54**樓。所有股款必須以港元支付。支票須由香港持牌銀行戶口開出，銀行本票亦須由香港持牌銀行發出，並註明抬頭人為「**Wanjia Group Holdings Limited – Excess Application Account**」及以「只准入抬頭人賬戶」方式劃線開出。

填妥及交回本額外申請表格，連同支付本表格所申請額外供股股份股款之支票或銀行本票，即表示申請人保證支票或銀行本票將於首次過戶時兌現。所有支票及銀行本票將會於收訖後過戶，而該等款項賺取之利息（如有）將全數撥歸本公司所有。倘支票或銀行本票於首次過戶時不獲兌現，則本額外供股股份申請表格可遭拒絕受理。

如閣下獲配發任何額外供股股份，閣下將獲通知有關獲配發之額外供股股份數目。倘閣下不獲配發任何額外供股股份，則於申請時繳付之款項將以支票（不計利息）全數退還予閣下，退款支票預期不遲於二零二零年二月二十五日（星期二）以普通郵遞方式寄予閣下，郵誤風險概由閣下自行承擔。倘閣下獲配發之額外供股股份數目少於所申請之數目，則多出之申請股款亦將以支票（不計利息）退還予閣下，退款支票將不遲於二零二零年二月二十五日（星期二）以普通郵遞方式寄予閣下，郵誤風險概由閣下自行承擔。任何該等支票將以名列本表格之申請人為抬頭人。供股股份之股票預期將於二零二零年二月二十五日（星期二）或之前以普通郵遞方式寄予收件人，郵誤風險概由收件人承擔。本公司將就申請人獲配發之全部供股股份發出一張股票。

每份申請必須附上一張獨立開出之支票或銀行本票。本公司將不另發收據。

（公司專用欄）

申請編號	申請之額外供股股份數目	申請時繳付之款項	退還款項
		港元	港元

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