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If you are in any doubt as to any aspect of this 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 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)

**(1) PROPOSED RE-ELECTION OF DIRECTORS;
AND
(2) NOTICE OF EXTRAORDINARY GENERAL MEETING**

A notice convening the extraordinary general meeting of the Company to be held at 10:30 a.m. on Friday, 12 November 2021, at Unit 1603-1604, 16/F., Causeway Bay Plaza 1, 489 Hennessy Road, Causeway Bay, Hong Kong is set out on pages EGM-1 to EGM-3 of this circular. A form of proxy for use by the shareholders at the extraordinary general meeting is enclosed with this circular.

Whether or not you are able to attend the extraordinary general meeting, you are requested to complete the enclosed form of proxy in accordance with the instructions printed thereon and return the same to the branch share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong or via the designated URL (<https://spot-emeeting.tricor.hk>) by using the username and password provided on the notification letter sent by the Company by 10:30 a.m. on Wednesday, 10 November 2021 or not less than 48 hours before the time appointed for holding any adjourned meeting. Completion and return of the form of proxy will not preclude you from attending and voting in person at the extraordinary general meeting or any adjourned meeting thereof should you so wish, and in such case, the form of proxy previously submitted shall be deemed to be revoked.

This circular and the form of proxy will remain on the GEM website of the Stock Exchange at www.hkgem.com and the Stock Exchange's website at www.hkexnews.hk for at least seven days from the date of its posting. This circular will also be published on the website of the Company at www.wanleader.com.

PRECAUTIONARY MEASURES FOR THE EXTRAORDINARY GENERAL MEETING

To safeguard the health and safety of the shareholders and other participants attending the extraordinary general meeting and to prevent and control the spreading of coronavirus disease 2019 (“**COVID-19**”), the following precautionary measures will be implemented at the extraordinary general meeting:

- (1) Every attendee is required to complete a health and travel declaration;
- (2) Compulsory body temperature checks or screening at the entrance of the extraordinary general meeting venue;
- (3) Every attendee is required to wear a surgical face mask inside the extraordinary general meeting venue at all times. Please note that no masks will be provided at the extraordinary general meeting venue and attendees should wear their own masks;
- (4) Seating at the extraordinary general meeting venue will be arranged so as to allow for appropriate social distancing. As a result, there will be limited capacity for shareholders to attend the extraordinary general meeting. The Company may limit the number of attendees at the extraordinary general meeting as may be necessary to avoid over-crowding; and
- (5) No gifts, refreshments or beverages will be provided at the extraordinary general meeting.

Any attendees who (i) do not or refuse to comply with any of the precautionary measures (1) to (3) above; (ii) have travelled outside Hong Kong within 14 days immediately before the extraordinary general meeting (“**recent travel history**”); (iii) with a body temperature of over 37.3 degree celsius, or have any flu-like symptoms or are otherwise unwell; (iv) are subject to quarantine or self-quarantine in relation to COVID-19 pandemic; and/or (v) have close contact with any person under quarantine or with recent travel history should not attend and may be refused admission to the extraordinary general meeting venue at the Company’s absolute discretion as permitted by law.

In light of the continuing risks posed by the COVID-19 pandemic and for the health and safety of the shareholders and other participants attending the extraordinary general meeting, shareholders are strongly encouraged to appoint the chairman of the extraordinary general meeting as his/her proxy to vote on the resolutions, instead of attending the extraordinary general meeting in person.

Subject to the development of COVID-19, the Company may be required to change the extraordinary general meeting arrangements at short notice. Shareholders should check the Company’s website for further announcements and updates on the extraordinary general meeting arrangements.

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

“EGM” or “Extraordinary General Meeting”	the extraordinary general meeting of the Company to be held at 10:30 a.m. on Friday, 12 November 2021, at Unit 1603-1604, 16/F., Causeway Bay Plaza 1, 489 Hennessy Road, Causeway Bay, Hong Kong, the notice of which is set out on pages EGM-1 to EGM-3 of this circular
“Articles”	the articles of association of the Company, as amended from time to time
“Board”	the board of Directors
“Companies Law”	the Companies Law, Chapter 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands as amended, supplemented or otherwise modified from time to time
“Company”	Wan Leader International Limited, a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on GEM
“controlling shareholder(s)”	has the meaning ascribed thereto in the GEM Listing Rules
“Director(s)”	director(s) of the Company
“GEM”	GEM of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“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
“Latest Practicable Date”	18 October 2021, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained in this circular

DEFINITIONS

“Mr. Chow”	Mr. Chow Chi Wing, an independent non-executive Director
“Mr. Liao”	Mr. Liao Dongqiang, an independent non-executive Director
“Mr. Loy”	Mr. Loy Hak Yu Thomas, an executive Director
“Mr. Yan”	Mr. Yan Ximao, an executive Director
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Share(s)”	ordinary share(s) of HK\$0.01 each in the existing share capital of the Company
“Shareholder(s)”	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
“%”	percent

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



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

Registered office:

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

Independent non-executive Directors:

Mr. Ho Yuk Ming Hugo

Mr. Chow Chi Wing

Mr. Liao Dongqiang

*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

25 October 2021

To the Shareholders

Dear Sir or Madam,

**(1) PROPOSED RE-ELECTION OF DIRECTORS;
AND
(2) NOTICE OF EXTRAORDINARY GENERAL MEETING**

1. INTRODUCTION

The purposes of this circular are to provide you with information regarding the resolutions to be proposed at the EGM and to give you notice of the EGM. At the EGM, resolutions relating to the re-election of the Directors will be proposed.

LETTER FROM THE BOARD

2. PROPOSED RE-ELECTION OF THE DIRECTORS

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

In accordance with Article 84 of the Articles, one-third of the Directors for the time being (or if their number is not a multiple of three, the number nearest to but not less than one-third) shall retire from office by rotation and will be eligible for re-election and re-appointment at every annual general meeting, provided that every Director shall be subject to retirement by rotation at least every three years.

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 following annual general meeting of the Company after his appointment, and such Director shall then be eligible for re-election.

Mr. Chow was appointed with effect from 1 July 2021 to fill a casual vacancy of the Board and Mr. Yan was appointed with effect from 1 July 2021 as an addition to the Board. An annual general meeting of the Company was held on 27 August 2021, being the following annual general meeting after Mr. Chow and Mr. Yan's appointments. However, due to administrative oversight, Mr. Chow and Mr. Yan have not been arranged for re-election by the Shareholders of the Company in the said general meeting. To give an opportunity for the Shareholders to endorse the appointments of Mr. Chow and Mr. Yan, the Board considers it will be appropriate to hold the EGM for the re-election of Mr. Chow and Mr. Yan. Accordingly, Mr. Loy and Mr. Liao will also offer themselves for re-election at the EGM.

Details of the Directors who are subject to re-election at the EGM are set out in Appendix I to this circular, in accordance with the relevant requirements of the GEM Listing Rules.

3. EXTRAORDINARY GENERAL MEETING

The notice of the EGM is set out on pages EGM-1 to EGM-3 of this circular. At the EGM, resolutions will be proposed to approve the re-election of the Directors.

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 notice of the EGM will be voted on by way of poll.

LETTER FROM THE BOARD

A form of proxy for use at the EGM is sent to you with this circular. Whether or not you are able to attend the EGM, 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 Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong or via the designated URL (<https://spot-emeeting.tricor.hk>) by using the username and password provided on the notification letter sent by the Company by 10:30 a.m. on Wednesday, 10 November 2021 or not less than 48 hours before the time appointed for holding any adjourned meeting. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish, and in such case, the form of proxy previously submitted shall be deemed to be revoked.

To the best of the Directors' knowledge, information and belief, having made reasonable enquiries, the Directors confirm that no Shareholder is required to abstain from voting at the EGM.

4. CLOSURE OF REGISTER OF MEMBERS

To ascertain the Shareholders' eligibility to attend and vote at the EGM, the register of members of the Company will be closed from Tuesday, 9 November 2021 to Friday, 12 November 2021, both days inclusive, during which no transfer of Shares will be registered. In order to be eligible to attend and vote at the EGM, all transfer of Share(s) accompanied by the relevant share certificate(s) must be lodged with the branch share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong by 4:30 p.m. on Monday, 8 November 2021.

5. RECOMMENDATION

The Directors consider that the proposed resolutions referred to in this circular are in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of the relevant resolutions set out in the notice of the EGM.

6. GENERAL INFORMATION

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

LETTER FROM THE BOARD

7. RESPONSIBILITY STATEMENT

This 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 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 circular misleading.

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

Pursuant to the GEM Listing Rules, the details of the Directors who will be proposed to be re-elected at the EGM are provided below.

(1) Mr. Loy Hak Yu Thomas (“Mr. Loy”)

Mr. Loy, aged 51, was appointed as a Director of the Company on 18 August 2017 and re-designated as executive Director and appointed as chairman of our Board on 1 November 2017. He was designated as the chief executive officer on 16 November 2020 but resigned on 20 August 2021. Mr. Loy is the chairman of the nomination committee with effect from 1 April 2021. Mr. Loy is responsible for the overall business development, strategy, and day to day management of the Group. He is the director of the following subsidiaries of the Group: Union Air Cargo Limited, Protect Logistics Company Limited, and Kongda Logistics Company Limited. Mr. Loy has over 30 years of experience in the logistics industry and has obtained valuable knowledge in the overall development of sales and operations management and procedures in the logistics industry.

Mr. Loy’s terms of service with the Company continues to be governed by his existing service contract with the Company. Pursuant to the service contract, he was appointed for a term of three years commencing from 1 November 2020 and would continue thereafter until terminated by either party giving not less than one month’s notice in writing to the other party. As a Director, he is subject to retirement by rotation and will be eligible for re-election at the annual general meetings of the Company in accordance with the Articles. Mr. Loy is entitled to a remuneration package comprising of a monthly base salary of HK\$135,000, mandatory provident fund and with performance bonus at the discretion of the Board. The remuneration package entitled by Mr. Loy is determined by the Board of the Company with reference to his responsibilities, time commitment and prevailing market conditions.

As at the Latest Practicable Date, Mr. Loy is deemed to be interested in 202,642,000 Shares of the Company, representing approximately 24.12% of the issued share capital of the Company. Save as disclosed above, Mr. Loy, does not have, and is not deemed to have, any interests in any shares or underlying shares within the meaning of Part XV of the SFO.

Mr. Loy does not hold any directorships in other listed companies in Hong Kong or overseas during the three years preceding the Latest Practicable Date, or any other major appointments or professional qualifications. He is the elder brother of Mr. Loy Hak Moon who also serves as senior management of the Group. Save as disclosed above, Mr. Loy does not have any relation with any other Director, senior management or substantial or controlling shareholder of the Company.

Mr. Loy has confirmed that there is no other information to be disclosed pursuant to the requirements of Rules 17.50(2) of the GEM Listing Rules nor any matter that needs to be brought to the attention of the Shareholders.

(2) Mr. Yan Ximao (“Mr. Yan”)

Mr. Yan, aged 42, was appointed as an executive Director of the Company with effect from 1 July 2021. He obtained a master’s degree in business administration from UCSI University, Malaysia in 2012. Mr. Yan has experience in the information technology and electronics industry and has years of experience in investment and fund management. He is currently a supervisor of Shenzhen Wan Leader Biotechnology Limited* (深圳萬勵達科技有限公司), an indirect wholly owned subsidiary of the Company.

Previously, Mr. Yan had held several positions since 13 February 2018 at Blockchain Group Company Limited (a listed public company in Hong Kong until its delisting on 10 August 2021), including executive director, vice chairman and non-executive director. He last served as a non-executive director until 13 July 2018. He has also served as an executive director of Moody Technology Holdings Limited (Stock Code: 1400), shares of which are listed on the Main Board of the Stock Exchange, between 21 September 2018 and 21 November 2018.

Save as disclosed above, Mr. Yan has not held any directorship during the three years preceding the Latest Practicable Date in any public companies of which the shares are listed on any stock market in Hong Kong or overseas. In addition, Mr. Yan does not have any relationship with any other Director, senior management or substantial or controlling shareholder of the Company.

Mr. Yan’s terms of service with the Company continues to be governed by his existing service contract with the Company. Pursuant to the service contract, Mr. Yan was appointed for an initial fixed term of three years and would continue thereafter until terminated by either party giving not less than one month’s notice in writing to the other party. Mr. Yan is entitled to receive a fixed annual remuneration of HK\$120,000, mandatory provident fund and with performance bonus at the discretion of the Board which have been approved by the Board and will be reviewed by the Board of the Company on an annual basis. The emoluments of Mr. Yan were determined by the Board by reference to his experience, duties and responsibilities and the prevailing market conditions.

Mr. Yan does not have any interest or short position in the shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO.

Save as disclosed above there is no other information to be disclosed pursuant to the requirements of Rule 17.50(2) of the GEM Listing Rules and there is no other matter relating to Mr. Yan as an executive Director that needs to be brought to the attention of the Shareholders of the Company.

(3) Mr. Liao Dongqiang (“Mr. Liao”)

Mr. Liao, aged 34, is an independent non-executive Director with effect from 1 September 2021. He obtained a Bachelor Degree of Economics from Wuhan University (武漢大學) in June 2009. Mr. Liao has years of experience in insurance and management. Between July 2009 and February 2017, he worked for FunDe Sino Life Insurance Co., Ltd. Guangxi Branch* (富德生命人壽保險股份有限公司廣西分公司) with his last position as the head of premium department. Between May 2017 and December 2019, he worked for Haitoujia (Shanghai) Intelligent Technology Co., Ltd.* (海投家(上海)智能科技有限公司) as the general manager. He has been serving as an executive director of Shenzhen Yushan Meidi Cultural Development Co., Limited* (深圳市優山美地文化發展有限公司) since January 2020.

Other than being a member of audit committee, a member of nomination committee and a chairman of remuneration committee of the Company, Mr. Liao has not held any positions in the Group, and has not held any directorship during the three years preceding the Latest Practicable Date in any public companies of which the shares are listed on any stock market in Hong Kong or overseas. In addition, Mr. Liao does not have any relationship with any other Director, senior management or substantial or controlling shareholder of the Company.

Mr. Liao’s terms of service with the Company continues to be governed by his existing service contract with the Company. Pursuant to the service contract, Mr. Liao was be appointed for an initial fixed term of three years and would continue thereafter until terminated by either party giving not less than one month’s notice in writing to the other party. Mr. Liao is entitled to receive a fixed annual remuneration of HK\$120,000, which has been approved by the Board of the Company and will be reviewed by the Board of the Company on an annual basis. The emoluments of Mr. Liao were determined by the Board by reference to his experience, duties and responsibilities and the prevailing market conditions.

Mr. Liao does not have any interest or short position in the shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO.

Save as disclosed above there is no other information to be disclosed pursuant to the requirements of Rule 17.50(2) of the GEM Listing Rules and there is no other matter relating to Mr. Liao as an independent non-executive Director that needs to be brought to the attention of the Shareholders.

(4) Mr. Chow Chi Wing (“Mr. Chow”)

Mr. Chow, aged 43, is an independent non-executive Director with effect from 1 July 2021. He is a qualified professional accountant with over 20 years in auditing, accounting and financial management. He held senior positions in several public companies in Hong Kong. Between 16 July 2015 and 31 October 2020, Mr. Chow was the chief financial officer, the company secretary, and an authorised representative of Flying Financial Service Holdings Limited (Stock Code: 8030), the shares of which are listed on GEM of the Stock Exchange and continues to serve as the company secretary and the authorised representative as an external service provider with effect from 1 November 2020. Since 16 April 2021, Mr. Chow serves as the company secretary and the authorised representative of Asia Television Holdings Limited (Stock Code: 707), the shares of which are listed on the Main Board of the Stock Exchange.

Mr. Chow holds a Bachelor’s Degree of Business Administration (Hons) (majoring in Accountancy) from The Hong Kong Baptist University. He is a fellow member of the Association of Chartered Certified Accountants and a member of the Hong Kong Institute of Certified Public Accountants.

Other than being a member of audit committee, nomination committee and remuneration committee of the Company, Mr. Chow has not held any positions in the Group. Mr. Chow has not held any directorship during the three years preceding the Latest Practicable Date in any public companies of which the shares are listed on any stock market in Hong Kong or overseas. In addition, Mr. Chow does not have any relationship with any other Director, senior management or substantial or controlling shareholder of the Company.

Mr. Chow’s terms of service with the Company continues to be governed by his existing service contract with the Company. Pursuant to the service contract, Mr. Chow was appointed for an initial fixed term of three years and would continue thereafter until terminated by either party giving not less than one month’s notice in writing to the other party. Mr. Chow is entitled to receive a fixed annual remuneration of HK\$120,000, which has been approved by the Board of the Company, and will be reviewed by the Board of the Company on an annual basis. The emoluments of Mr. Chow were determined by the Board by reference to his experience, duties and responsibilities and the prevailing market conditions.

Mr. Chow does not have any interest or short position in the shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO.

Save as disclosed above there is no other information to be disclosed pursuant to the requirements of Rule 17.50(2) of the GEM Listing Rules and there is no other matter relating to Mr. Chow as an independent non-executive Director that needs to be brought to the attention of the Shareholders.

* For identification purpose

NOTICE OF EXTRAORDINARY GENERAL MEETING



Wan Leader International Limited

萬勵達國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8482)

NOTICE IS HEREBY GIVEN that the extraordinary general meeting of Wan Leader International Limited (the “**Company**”) will be held at Unit 1603-1604, 16/F., Causeway Bay Plaza 1, 489 Hennessy Road, Causeway Bay, Hong Kong on Friday, 12 November 2021 at 10:30 a.m. for the following purposes:

1. To re-elect Mr. Loy Hak Yu Thomas as an executive Director of the Company.
2. To re-elect Mr. Yan Ximao as an executive Director of the Company.
3. To re-elect Mr. Liao Dongqiang as an independent non-executive Director of the Company.
4. To re-elect Mr. Chow Chi Wing as an independent non-executive Director of the Company.
5. To authorise the board of the Company to fix the remuneration of the Directors of the Company.

PRECAUTIONARY MEASURES FOR THE EXTRAORDINARY GENERAL MEETING

To safeguard the health and safety of the shareholders and other participants attending the extraordinary general meeting and to prevent and control the spreading of coronavirus disease 2019 (“**COVID-19**”), the following precautionary measures will be implemented at the extraordinary general meeting:

- (1) Every attendee is required to complete a health and travel declaration;
- (2) Compulsory body temperature checks or screening at the entrance of the extraordinary general meeting venue;
- (3) Every attendee is required to always wear a surgical face mask inside the extraordinary general meeting venue. Please note that no masks will be provided at the extraordinary general meeting venue and attendees should wear their own masks;

NOTICE OF EXTRAORDINARY GENERAL MEETING

- (4) Seating at the extraordinary general meeting venue will be arranged so as to allow for appropriate social distancing. As a result, there will be limited capacity for shareholders to attend the extraordinary general meeting. The Company may limit the number of attendees at the extraordinary general meeting as may be necessary to avoid over-crowding; and
- (5) No gifts, refreshments or beverages will be provided at the extraordinary general meeting.

Any attendees who (i) do not or refuse to comply with any of the precautionary measures (1) to (3) above; (ii) have travelled outside Hong Kong within 14 days immediately before the extraordinary general meeting ("**recent travel history**"); (iii) with a body temperature of over 37.3 degree celsius, or have any flu-like symptoms or are otherwise unwell; (iv) are subject to quarantine or self-quarantine in relation to COVID-19 pandemic; and/or (v) have close contact with any person under quarantine or with recent travel history should not attend and may be refused admission to the extraordinary general meeting venue at the Company's absolute discretion as permitted by law.

In light of the continuing risks posed by the COVID-19 pandemic and for the health and safety of the shareholders and other participants attending the extraordinary general meeting, shareholders are strongly encouraged to appoint the chairman of the extraordinary general meeting as his/her proxy to vote on the resolutions, instead of attending the extraordinary general meeting in person.

Subject to the development of COVID-19, the Company may be required to change the extraordinary general meeting arrangements at short notice. Shareholders should check the Company's website for further announcements and updates on the extraordinary general meeting arrangements.

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

Hong Kong, 25 October 2021

Registered office:
Second 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 EXTRAORDINARY GENERAL MEETING

Notes:

1. Any shareholder of the Company entitled to attend and vote at the extraordinary general meeting 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 extraordinary general meeting. 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. To be valid, the form of proxy 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 of Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong or via the designated URL (<https://spot-emeeting.tricor.hk>) by using the username and password provided on the notification letter sent by the Company by 10:30 a.m. on Wednesday, 10 November 2021 or not less than 48 hours before the time appointed for holding any adjourned meeting.
3. Completion and delivery of the form of proxy will not preclude a shareholder from attending and voting in person at the extraordinary general meeting or any adjournment thereof and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
4. 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 extraordinary general meeting 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.
5. In compliance with the GEM Listing Rules, all resolutions to be proposed at the extraordinary general meeting convened by this notice will be voted on by way of poll.
6. References to time and dates in this notice are to Hong Kong time and dates.

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

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 announcement misleading.

This notice will remain on the GEM website of the Stock Exchange at www.hkgem.com and the Stock Exchange's website at www.hkexnews.hk for at least seven days from the date of its posting. This notice will also be published on the website of the Company at www.wanleader.com.