

THE STOCK EXCHANGE OF HONG KONG LIMITED
(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)

APPENDIX 5
FORMS RELATING TO LISTING

FORM F

GEM

COMPANY INFORMATION SHEET

Case Number: _____

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this information sheet, 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 information sheet.

Company name: WAC Holdings Limited

Stock code (ordinary shares): 8619

This information sheet contains certain particulars concerning the above company (the "Company") which is listed on GEM of The Stock Exchange of Hong Kong Limited (the "Exchange"). These particulars are provided for the purpose of giving information to the public with regard to the Company in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the "GEM Listing Rules"). They will be displayed at the GEM website on the internet. This information sheet does not purport to be a complete summary of information relevant to the Company and/or its securities.

The information in this sheet was updated as of 25 February 2022

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 17 September 2018

Name of Sponsor(s): Ample Capital Limited

Names of directors:
(*please distinguish the status of the directors
- Executive, Non-Executive or Independent
Non-Executive*)

Executive directors
Dr. CHAN Yin Nin
Mr. KWONG Po Lam
Mr. MAN Kwok Hing
Ms. LEUNG Suet Yiu

Independent non-executive directors
Mr. CHOY Wai Shek, Raymond, *MH, JP*
Ms. SIU Yuk Ming
Mr. SZE, Kyran, *MH*

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Name(s) of substantial shareholder(s):
(as such term is defined in rule 1.01 of the GEM Listing Rules) and their respective interests in the ordinary shares and other securities of the Company

Name	Number of Shares	Approximate % of issued Shares
Manning Properties Limited ("Manning Properties") ⁽¹⁾	342,072,000	29.69%
Dr. Chan Yin Nin ("Dr. Chan") ⁽¹⁾	342,072,000	29.69%
Ms. Julia Gower Chan ⁽²⁾	342,072,000	29.69%
Mr. Kwong Po Lam ("Mr. Kwong") ⁽¹⁾	342,072,000	29.69%
Ms. Leung Kwai Ping ⁽³⁾	342,072,000	29.69%
Wong Man Hin Max	177,974,000	15.45%

Note:

- (1) Manning Properties is owned as to approximately 31.8% by Mr. Kwong and approximately 68.2% by Dr. Chan, which in turn holds 342,072,000 Shares of the Company (representing approximately 29.69% of the total number of Shares in issue of the Company). As the Concerted Group, Mr. Kwong and Dr. Chan restrict their ability to exercise direct control over the Company by holding their interests through Manning Properties, a common investment holding company, and as a result Mr. Kwong and Dr. Chan are presumed to be a group of controlling shareholders pursuant to the Guidance Letter HKEx-GL89-16 issued in November 2016. Accordingly, Mr. Kwong and Dr. Chan are deemed to be interested in the 342,072,000 Shares held by Manning Properties.
- (2) Ms. Julia Gower Chan is the spouse of Dr. Chan. By virtue of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO"), Ms. Julia Gower Chan is deemed to be interested in the Shares held by Dr. Chan.
- (3) Ms. Leung Kwai Ping is the spouse of Mr. Kwong. By virtue of the SFO, Ms. Leung Kwai Ping is deemed to be interested in the Shares held by Mr. Kwong.

Name(s) of company(ies) listed on GEM or the Main Board of the Stock Exchange within the same group as the Company: N/A

Financial year end date:

31 March

Registered address:

Cricket Square
Hutchins Drive, P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Head office and principal place of business:

Floor 9
9 Wing Hong Street
Cheung Sha Wan
Kowloon, Hong Kong

Web-site address (if applicable):

www.wcce.hk

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Share registrar: Cayman Islands principal share registrar and transfer office
 Conyers Trust Company (Cayman) Limited
 Cricket Square
 Hutchins Drive
 P.O. Box 2681
 Grand Cayman
 KY1-1111
 Cayman Islands

Hong Kong Branch Share Registrar and transfer office
 Tricor Investor Services Limited
 Level 54
 Hopewell Centre
 183 Queen's Road East
 Hong Kong

Auditors: Wellink CPA Limited

B. Business activities

(Please insert here a brief description of the business activities undertaken by the Company and its subsidiaries.)

The principal activities of the Group are provision of comprehensive structural and geotechnical engineering consultancy services mainly in Hong Kong.

C. Ordinary shares

Number of ordinary shares in issue: 1,152,000,000

Par value of ordinary shares in issue: HK\$0.01

Board lot size (in number of shares): 2,000

Name of other stock exchange(s) on which ordinary shares are also listed: N/A

D. Warrants

Stock code: N/A

Board lot size: N/A

Expiry date: N/A

Exercise price: N/A

Conversion ratio: N/A
(Not applicable if the warrant is denominated in dollar value of conversion right)

No. of warrants outstanding: N/A

No. of shares falling to be issued upon the exercise of outstanding warrants: N/A

E. Other securities

Details of any other securities in issue.
(i.e. other than the ordinary shares described in C above and warrants described in D above but including options granted to executives and/or employees).

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(Please include details of stock code if listed on GEM or the Main Board or the name of any other stock exchange(s) on which such securities are listed).

If there are any debt securities in issue that are guaranteed, please indicate name of guarantor.

N/A

Responsibility statement

The directors of the Company (the "Directors") as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet ("the Information") and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the Information is accurate and complete in all material respects and not misleading or deceptive and that there are no other matters the omission of which would make any Information inaccurate or misleading.

The Directors also collectively and individually accept full responsibility for submitting a revised information sheet, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.

The Directors acknowledge that the Stock Exchange has no responsibility whatsoever with regard to the Information and undertake to indemnify the Exchange against all liability incurred and all losses suffered by the Exchange in connection with or relating to the Information.

Signed:

Dr. CHAN Yin Nin
Executive Director

Mr. KWONG Po Lam
Executive Director

Mr. MAN Kwok Hing
Executive Director

Ms. LEUNG Suet Yiu
Executive Director

Mr. CHOY Wai Shek, Raymond
Independent non-executive Director

Ms. SIU Yuk Ming
Independent non-executive Director

Mr. SZE, Kyran
Independent non-executive Director

Submitted by: CHAN Yin Nin
(Name)

Title: Director
(Director, secretary or other duly authorised officer)

NOTE

Pursuant to rule 17.52 of the GEM Listing Rules, the Company must submit to the Exchange (in the electronic format specified by the Exchange from time to time) for publication on the GEM website a revised information sheet as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.