

偉俊集團控股有限公司
WAI CHUN GROUP HOLDINGS LIMITED

Date: 29 August 2023

To: Mr. Lam Ching Kui

Dear Sir,

2% coupon convertible bonds (the "Bonds") due 2023 issued by Wai Chun Group Holdings Limited (the "Company") on 30 November 2020

We refer to the bond instrument dated 30 November 2020 executed by the Company by deed poll (the "Instrument") constituting the Bonds in the outstanding principal amount of HK\$23,480,000 in respect of which you currently are the Bondholder. Unless otherwise stated, capitalized terms defined in the Instrument shall have the same meanings when used herein.

We write to put in writing our mutual agreement to amend the terms of the Bonds as follows (the "Proposed Alteration of Terms"):

- (i) the Interest Rate be reduced from 2% per annum to 1% per annum; and
- (ii) the maturity date of the Bonds be extended to 31 August 2025.

Save for the Proposed Alteration of Terms, all other terms of the Bonds shall remain unchanged and be in full force and effect.

The implementation of the Proposed Alteration of Terms shall be effected by a deed poll to be executed by the Company which shall be subject to the satisfaction of the following conditions:

- (a) the Stock Exchange granting its approval for the Proposed Alteration of Terms; and
- (b) the passing of relevant resolutions by the independent shareholders of the Company at a special general meeting of the Company to be held for approving the Proposed Alteration of Terms.

If any of the conditions above are not fulfilled by 31 October 2023, the Company will not proceed with the Proposed Alteration of Terms.

The terms of this letter shall be governed by and construed in accordance with the laws of Hong Kong.

Please confirm your agreement to and acceptance of the foregoing by signing and returning a copy of the confirmation below.

Your faithfully

For and on behalf of

WAI CHUN GROUP HOLDINGS LIMITED

For and on behalf of
WAI CHUN GROUP HOLDINGS LIMITED
偉復集團控股有限公司


.....
Authorized Signature(s)

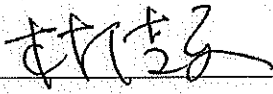
Name: Lam Ching Kui

Title: Director

*** Consent Confirmation ***

I, Lam Ching Kui, being the Bondholder, refer to your letter dated 29 August 2023 and hereby irrevocably consent to the Proposed Alteration of Terms subject to and upon the terms thereof.

Yours faithfully



Name: Lam Ching Kui

Date: 29 August 2023



偉俊集團控股有限公司
WAI CHUN GROUP HOLDINGS LIMITED

Date: 29 August 2023

To: Mr. Lam Ching Kui

Dear Sir,

2% coupon convertible bonds (the "Bonds") due 2023 issued by Wai Chun Group Holdings Limited (the "Company") on 31 August 2020

We refer to the bond instrument dated 31 August 2020 executed by the Company by deed poll (the "**Instrument**") constituting the Bonds in the outstanding principal amount of HK\$152,000,000 in respect of which you currently are the Bondholder. Unless otherwise stated, capitalized terms defined in the Instrument shall have the same meanings when used herein.

We write to put in writing our mutual agreement to amend the terms of the Bonds as follows (the "**Proposed Alteration of Terms**"):

- (i) the Interest Rate be reduced from 2% per annum to 1% per annum; and
- (ii) the maturity date of the Bonds be extended to 31 August 2025.

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For and on behalf of

WAI CHUN GROUP HOLDINGS LIMITED

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WAI CHUN GROUP HOLDINGS LIMITED
偉俊集團控股有限公司

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Authorized Signature(s)

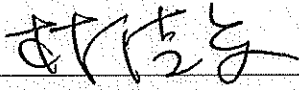
Name: Lam Ching Kui

Title: Director

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Yours faithfully



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Date: 29 August 2023