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## **Well Way Group Limited**

**和滙集團有限公司**

*(Incorporated in Cayman Islands with limited liability)*

(Stock Code: 8063)

### **CLARIFICATION ANNOUNCEMENT**

Reference is made to the announcement of Well Way Group Limited (the “Company”) dated 22 January 2014 (the “Announcement”) in relation to the placing of 24,986,000 new Shares under the General Mandate. Capitalized terms used herein shall have the same meanings as those defined in the Announcement unless otherwise stated.

On 24 January 2014, the Company received a Corporate Substantial Shareholder Notice from NEW STAR INT’L HOLDING LIMITED notifying its acquisition of a total of 90,000 Shares on 21 January 2014 and its shareholding interest in the Company was then be increased to 12,494,000 Shares, representing approximately 10% of the issued share capital of the Company as at the date of the Announcement. The Board would like to clarify that the shareholding held by the public Shareholders as stated in the shareholding table set out in the Announcement should not take into account the number of Shares held by Yap Allan, NEW STAR INT’L HOLDING LIMITED and certain Directors.

## EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY

The following table sets out the revised shareholding structure of the Company (i) as at the date of the Announcement; and (ii) upon completion of the Placing, assuming all the 24,986,000 Placing Shares are successfully placed by the Placing Agent.

	As at the date of the Announcement		Upon completion of the Placing	
	Number of Shares	% (approx.)	Number of Shares	% (approx.)
Yap Allan	34,208,000	27.38	34,208,000	22.82
NEW STAR INT'L HOLDING LIMITED	12,494,000	10.00	12,494,000	8.33
<b>DIRECTORS</b>				
Tang Chi Ming	1,150,000	0.92	1,150,000	0.77
Tse Ke Li	1,150,000	0.92	1,150,000	0.77
Chan Ling, Eva	500,000	0.40	500,000	0.33
<b>PUBLIC SHAREHOLDERS</b>				
The Placees ( <i>Note</i> )	-	-	24,986,000	16.67
Other public Shareholders	75,430,300	60.38	75,430,300	50.31
Total	<u>124,932,300</u>	<u>100.00</u>	<u>149,918,300</u>	<u>100.00</u>

*Note:*

Pursuant to the Placing Agreement, the Placing Agent agreed to procure that the Placees and their ultimate beneficial owners shall be third parties independent of and not connected with the Company and its connected persons. Therefore, the Placees are treated as public Shareholders.

Save as disclosed in this announcement, all other information contained in the Announcement remains unchanged.

By Order of the Board  
**Well Way Group Limited**  
**Tang Chi Ming**  
*Executive Director*

Hong Kong, 24 January 2014

*As at the date of this announcement, the Board comprises Mr. Tang Chi Ming and Mr. Tse Ke Li as executive Directors, and Mr. Chung Koon Yan, Ms. Chan Ling, Eva and Mr. Lam Ka Wai, Graham as independent non-executive Directors.*

*This announcement, 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 the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the GEM website at [www.hkgem.com](http://www.hkgem.com) on the “Latest Company Announcements” page for at least seven days from the date of its posting and on the Company’s website at [www.wellwaygp.com](http://www.wellwaygp.com).*