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**Well Way Group Limited**  
**和 滙 集 團 有 限 公 司**  
(Incorporated in the Cayman Islands with limited liability)  
(Stock Code: 8063)

**POLL RESULTS OF EXTRAORDINARY GENERAL MEETING  
HELD ON 6 OCTOBER 2014  
AND  
CHANGE IN BOARD LOT SIZE AND ODD LOT ARRANGEMENT**

The Board is pleased to announce that all the ordinary resolutions as set out in the Notice were duly passed by the Independent Shareholders or the Shareholders (as the case may be) by way of poll at the EGM.

The Board announced in the Announcement that the board lot size for trading in Shares on GEM of the Stock Exchange will change from 2,000 Shares to 10,000 Shares with effect from 9:00 a.m. on 12 November 2014.

To alleviate the difficulties in trading odd lots of the Shares arising from the change in board lot size of the Shares, the Company has appointed Cinda International Securities Limited as an agent to provide odd lot matching services to the Shareholders who wish to top up or sell their holdings of odd lots of the Shares during the period from 12 November 2014 to 4 December 2014 (both dates inclusive).

Reference is made to the announcement of Well Way Group Limited (the “**Company**”) dated 16 July 2014 (the “**Announcement**”) and the circular incorporating the notice (the “**Notice**”) of extraordinary general meeting (the “**EGM**”) of the Company dated 12 September 2014 in respect of, amongst others, the Subscription, the Open Offer, the change in board lot size and the re-election of Director (the “**Circular**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

## POLL RESULTS OF THE EGM

The Board is pleased to announce that all the ordinary resolutions as set out in the Notice were duly passed by the Independent Shareholders or the Shareholders (as the case may be) by way of poll at the EGM held on 6 October 2014 and the vote result was as follows:

Ordinary resolutions (Note)		Number of votes (%)	
		For	Against
1.	To approve the Subscription Agreement and the transactions contemplated thereunder	101,036,048 (99.94%)	60,450 (0.06%)
2.	To approve the Open Offer and the transactions contemplated thereunder, including but not limited to the allotment and issue of the Offer Shares and the exclusion of the Non-Qualifying Shareholders from the Open Offer	101,036,048 (99.94%)	60,450 (0.06%)
3.	To re-elect Mr. Fung Wai Ching as an independent non-executive director of the Company	152,348,498 (99.96%)	60,000 (0.04%)

*Note: Full text of the resolutions are set out in the Notice.*

Computershare Hong Kong Investor Services Limited, the Company's share registrar in Hong Kong, was appointed and acted as the scrutineer for the purpose of vote-taking at the EGM.

As at the date of the EGM, the Company had 254,857,450 Shares in issue.

As disclosed in the Circular, Mr. Mung Kin Keung ("**Mr Mung**"), an executive Director, who is considered having material interest in the Subscription, and his associates shall abstain from voting approving the Subscription at the EGM. As at the date of the EGM, Mr. Mung and his associates are interested in 51,312,000 Shares.

The Board confirms that Mr. Mung and his associates had abstained from voting in respect of ordinary resolution 1 at the EGM. No party has stated his/her/its intention in the Circular to vote against ordinary resolution 1 proposed at the EGM. To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, save as disclosed above, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of ordinary resolution 1 at the EGM as set out in Rule 17.47A of the GEM Listing Rules and there were no Shareholder was required to abstain from voting on ordinary resolution 1 at the EGM under the GEM Listing Rules. As such, the total number of Shares entitling the Independent Shareholders to attend and vote for or against ordinary resolution 1 at the EGM was 203,545,450 Shares.

As disclosed in the Circular, (a) pursuant to the requirements of the GEM Listing Rules, the Open Offer is conditional upon the approval by the Shareholders by way of a poll at the EGM, where the controlling shareholder, or in the case where the Company has no controlling shareholder, the Directors (excluding independent non-executive Directors), the chief executive of the Company and their respective associates are required to abstain from voting in favour of the Open Offer; and (b) Kingston Securities is also required to abstain from voting in favour for the respective resolution(s) for approving the Open Offer at the EGM. As at the date of the EGM, (i) the Company has no controlling shareholder; (ii) Mr. Mung, Mr. Tse Ke Li, an executive Director, and their respective associates are in aggregate interested in 52,462,000 Shares; and (iii) Kingston Securities is interested in 200 Shares. The Board confirms that Mr. Mung, Mr. Tse Ke Li and their respective associates, and Kingston Securities had abstained from voting in respect of ordinary resolution 2 at the EGM. No party has stated his/her/its intention in the Circular to vote against ordinary resolution 2 proposed at the EGM. To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, save as disclosed above, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of ordinary resolution 2 at the EGM as set out in Rule 17.47A of the GEM Listing Rules and there were no Shareholder was required to abstain from voting on ordinary resolution 2 at the EGM under the GEM Listing Rules. As such, the total number of Shares entitling the Independent Shareholders to attend and vote for or against ordinary resolution 2 at the EGM was 202,395,250 Shares.

To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of ordinary resolution 3 at the EGM as set out in Rule 17.47A of the GEM Listing Rules and there were no Shareholder was required to abstain from voting on ordinary resolution 3 at the EGM under the GEM Listing Rules. No party has stated his/her/its intention in the Circular to vote against ordinary resolution 3 proposed at the EGM. As such, the total number of Shares entitling the Shareholders to attend and vote for or against ordinary resolution 3 at the EGM was 254,857,450 Shares.

As more than 50% of the votes were cast in favour of ordinary resolution 1, the ordinary resolution 1 was duly passed at the EGM.

As more than 50% of the votes were cast in favour of ordinary resolution 2, the ordinary resolution 2 was duly passed at the EGM.

As more than 50% of the votes were cast in favour of ordinary resolution 3, the ordinary resolution 3 was duly passed at the EGM.

#### **CHANGE IN BOARD LOT SIZE AND ODD LOT ARRANGEMENT**

The Board announced in the Announcement that the board lot size for trading in Shares on GEM of the Stock Exchange will change from 2,000 Shares to 10,000 Shares with effect from 9:00 a.m. on 12 November 2014.

To alleviate the difficulties in trading odd lots of the Shares arising from the change in board lot size of the Shares, the Company has appointed Cinda International Securities Limited as an agent to provide odd lot matching services to the Shareholders who wish to top up or sell their holdings of odd lots of the Shares during the period from 12 November 2014 to 4 December 2014 (both dates inclusive). Holders of the Shares in odd lots represented by the existing share certificates for the Shares who wish to take advantage of this facility either to dispose of their odd lots of the Shares or to top up their odd lot to a full new board lot may directly or through their broker contact Mr. Leung Siu Wa of Cinda International Securities Limited at 45<sup>th</sup> Floor, COSCO Tower, 183 Queen's Road Central, Hong Kong/telephone: (852) 2235 7801 and facsimile: (852) 2907 6390 during office hours of such period. Holders

of the Shares in odd lots should note that successful matching of the sale and purchase of odd lots of the Shares is not guaranteed. The Shareholders are recommended to consult their professional advisers if they are in doubt about the facility.

All existing share certificates in board lot of 2,000 Shares will continue to be evidence of entitlement to the Shares and be valid for delivery, transfer, trading and settlement purposes. No new share certificates for existing Shareholders will be issued as a result of the change in board lot size, and therefore no arrangement for free exchange of existing share certificates in board lot size of 2,000 Shares to new share certificates in board lot size of 10,000 Shares is necessary. With effect from 12 November 2014, any new certificate of the Shares will be issued in new board lot size of 10,000 Shares (except for odd lots or where the Shareholder(s) otherwise instruct(s)). Save and except for the change in the number of Shares for each board lot, new certificates of Shares will have the same format and colour as the existing certificates of Shares.

By Order of the Board  
**Well Way Group Limited**  
**Mung Bun Man, Alan**  
*Executive Director*

Hong Kong, 6 October 2014

*As at the date of this announcement, the Board comprises Mr. Mung Kin Keung, Mr. Mung Bun Man, Alan and Mr. Tse Ke Li as executive Directors, and Mr. Chan Wai Man, Mr. Chan Ho Bun, Steve and Mr. Fung Wai Ching 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).*