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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)**

**COMPLETION OF THE PLACING OF 29,980,000 NEW SHARES  
UNDER GENERAL MANDATE  
AND  
APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER**

The Board is pleased to announce that all conditions precedent as set out in the Placing Agreement have been fulfilled and completion of the Placing took place on 30 July 2014 in accordance with the Placing Agreement. The 29,980,000 Placing Shares were placed to not less than six Places at the Placing Price of HK\$0.65 per Placing Share.

The Board also wishes to announce that on 29 July 2014, Donvex Capital Limited has been appointed as the independent financial adviser to advise (i) the Independent Board Committee in connection with the Subscription and the Open Offer; (ii) the Subscription Independent Shareholders in connection with the Subscription; and (iii) the Independent Shareholders in connection with the Open Offer.

Reference is made to the announcement of Well Way Group Limited (the “**Company**”) dated 16 July 2014 (the “**Announcement**”) in relation to, amongst others, (i) the placing of 29,980,000 new shares of the Company (the “**Share(s)**”); (ii) the proposed subscription of 1,500,000,000 shares of China Star Entertainment Limited; and (iii) the open offer of not less than 449,754,900 new Shares and not more than 509,714,900 new Shares on the basis of two new Shares for every one existing Share held on the record date at HK\$0.30 per new Share. Unless the context otherwise requires, capitalized terms used in this announcement shall have same meanings as those defined in the Announcement.

## COMPLETION OF THE PLACING OF 29,980,000 NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that all conditions precedent as set out in the Placing Agreement have been fulfilled and completion of the Placing took place on 30 July 2014 in accordance with the Placing Agreement. The 29,980,000 Placing Shares, representing (i) approximately 13.33% of the issued share capital of the Company of 224,877,450 as at the date of the Announcement; and (ii) approximately 11.76% of the issued share capital of the Company as enlarged by the allotment and issue of 29,980,000 Placing Shares, were placed to not less than six Placees at the Placing Price of HK\$0.65 per Placing Share. To the best of the Directors' knowledge, information and belief, having made all reasonable enquires, all of the Placees are Independent Third Parties and none of them has become a substantial shareholder immediately after the completion of the Placing.

### EFFECTS ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The table below shows the effects on the shareholding structure of the Company as a result of the completion of the Placing:

| Shareholders  | Immediately prior to completion of the Placing |               | Immediately after completion of the Placing |               |
|---|--|---------------|---|---------------|
|   | No. of Shares                                  | Approximate % | No. of Shares                               | Approximate % |
| <b>Directors</b>  |  |               |   |               |
| Mr. Mung  | 51,312,000                                     | 22.82         | 51,312,000                                  | 20.13         |
| Mr. Tse Ke Li   | 1,150,000                                      | 0.51          | 1,150,000                                   | 0.45          |
| <b>Public Shareholders</b>  |  |               |   |               |
| Other public Shareholders   | 172,415,250                                    | 76.67         | 172,415,250                                 | 67.66         |
| Kingston Securities   | 200  | 0.00          | 200   | 0.00          |
| Placees procured by Kingston Securities under the Placing ( <i>Note</i> ) | —  | —             | 29,980,000                                  | 11.76         |
| <b>Total</b>  | <b>224,877,450</b>                             | <b>100.00</b> | <b>254,857,450</b>                          | <b>100.00</b> |

*Note:* All of the Placees procured by Kingston Securities under the Placing are Independent Third Parties and none of them has become a substantial shareholder immediately after the completion of the Placing.

## **APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER**

The Board also wishes to announce that on 29 July 2014, Donvex Capital Limited has been appointed as the independent financial adviser to advise (i) the independent board committee of the Company, in connection with the Subscription and the Open Offer (the “**Independent Board Committee**”), which comprises all independent non-executive Directors; (ii) the Shareholders, other than Mr. Mung who is considered having material interest in the Subscription and will abstain from voting on the resolution to approve the Subscription at the Subscription EGM, (the “**Subscription Independent Shareholders**”) in connection with the Subscription; and (iii) the Independent Shareholders in connection with the Open Offer.

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

Hong Kong, 30 July 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).*