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Wealthy Way Group Limited

富道集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3848)

PROPOSED ISSUANCE OF HK\$20,000,000 8% BONDS DUE 2022

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules and the Inside Information Provisions under Part XIVA of the SFO.

The Board is pleased to announce that it proposes to issue the Bonds to investor(s) which is/are Independent Third Party(ies).

As no binding agreement in relation to the proposed issue of the Bonds has been entered into as at the date of this announcement, the proposed issue of the Bonds may or may not materialise. Shareholders and prospective investor of the Company are urged to exercise caution when dealing in the securities of the Company. Further announcement(s) in respect of the Bonds will be made by the Company as and when appropriate.

INTRODUCTION

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules and the Inside Information Provisions under Part XIVA of the SFO.

The Board is pleased to announce that it proposes to issue Bonds to investor(s) who is/are Independent Third Party(ies). None of the Bonds will be offered to the public in Hong Kong or be placed to connected persons of the Company.

As at the date of this announcement, the final terms and conditions of the Bonds have yet to be determined. The final terms and conditions of the Bonds will be determined by the Board subject to market conditions and investors' interests. The indicative principal terms of the Bonds are set out below and are subject to change:

Issuer:	The Company
Principal amount:	HK\$20,000,000
Interest:	The Bonds will bear interest to be accrued on a daily basis from and including the issue date of the Bonds at the rate of 8.0% per annum
Maturity Date:	Redeemable after 24 months or 2 years from the date of the initial issuance of the Bonds
Form and denominations:	The Bonds will be issued in registered form in the specified denomination of HK\$1,000,000 each and integral multiples of HK\$1,000,000 in excess thereof
Status of the Bonds:	The Bonds will constitute direct, general, unconditional and unsubordinated (subject to the Conditions) obligations of the Company which: (i) rank <i>pari passu</i> among themselves; and (ii) will at all times rank at least <i>pari passu</i> with all other present and future unsecured and unsubordinated obligations of the Company, save for such obligations as may be preferred by provisions of law that are both mandatory and of general application
Transferability:	The Bonds may be transferred subject to the Conditions
Redemptions:	<p>The Bonds may be redeemed at any time before the Maturity Date by mutual agreement between the Company and the bondholder(s).</p> <p>Unless previously redeemed in accordance with the Conditions, the Bonds shall be redeemed at 100% of their principal amount plus accrued but unpaid interest on the Maturity Date</p>
Guarantee:	Personal guarantee provided by Mr. LO Wai Ho, chairman and executive Director of the Company
Listing:	No application will be made for a listing of the Bonds on any stock exchange

The Company may, from time to time, enter into certain agreement(s) and/or document(s) in connection with the issue and sale of the Bonds. Further announcement(s) in respect of the proposed issue of the Bonds will be made by the Company as and when appropriate.

The proceeds from the proposed issue of the Bonds are intended to finance the expansion of the existing business of the Group and for general working capital.

As no binding agreement in relation to the proposed issue of the Bonds has been entered into as at the date of this announcement, the proposed issue of the Bonds may or may not materialise. Shareholders and prospective investor of the Company are urged to exercise caution when dealing in the securities of the Company. Further announcement(s) in respect of the Bonds will be made by the Company as and when appropriate.

DEFINITIONS

In this announcement the following expressions shall have the following meanings, unless the context otherwise requires:

“Board”	the board of Directors
“Bond(s)”	the unlisted Bonds proposed to be issued by the Company
“Company”	Wealthy Way Group Limited, a company incorporated in the Cayman Islands with limited liability and the issued shares of which are listed on the Stock Exchange
“Conditions”	certain terms, stipulations and conditions to be included in the Bond instrument
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the directors of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Third Party(ies)”	a third party/third parties which is/are independent of the Company and its connected persons
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China which for the purpose of this announcement, shall exclude Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan

“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Shareholders”	the shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollars, the lawful currency for the time being of Hong Kong
“%”	per cent

By Order of the Board
Wealthy Way Group Limited
Lo Wai Ho
Chairman and Executive Director

Hong Kong, 7 January 2020

As at the date of this announcement, the Board comprises Mr. LO Wai Ho, Ms. CHAN Shuk Kwan Winnie and Mr. XIE Wei-quan as executive Directors; and Mr. HA Tak Kong, Mr. IP Chi Wai and Mr. KAM Wai Man as independent non-executive Directors.