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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)

COMPLETION OF THE ISSUANCE OF HK\$10,000,000 8% BONDS DUE 2024

Reference is made to the announcement of the Company dated 23 February 2022 (the “**Announcement**”) in respect of the proposed issuance of Bonds. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Board is pleased to announce that on 25 February 2022, the Company entered into the Subscription Agreement with Mr. Lo as the guarantor and the investors as the subscriber in connection with the issue and sale of the Bonds.

The Board is also pleased to announce that the completion of the Subscription Agreement has taken place and all subscription monies in respect of the Bonds issued have been received by the Company on 25 February 2022.

The Company intends to use the proceeds from the Bonds to finance the expansion of the existing business of the Group and for general working capital.

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 on 25 February 2022, the Company entered into the Subscription Agreement with Mr. Lo as the guarantor and the investors as the subscriber, in connection with the issue and sale of the Bonds.

1. The Subscription Agreement

Date 25 February 2022

Parties (1) the Company;
(2) Mr. Lo, as the guarantor in relation to the Bonds; and
(3) the investor, as the subscriber.

To the best of the Directors' knowledge, information and belief, the investor is an Independent Third Party and is not a connected person of the Company.

The guarantee provided by Mr. Lo in relation to the Bonds will constitute financial assistance to be provided by a connected person for the benefit of the Company. Such financial assistance is on normal commercial terms or better and is not secured by the assets of the Group and is therefore exempted under Rule 14A.90 of the Listing Rules from all reporting, announcement and independent shareholders' approval requirements.

2. Use of proceeds

The Company intends to use the proceeds from the Bonds to finance the expansion of the existing business of the Group and for general working capital. The Bonds will not result in any dilution effect on the shareholding of the existing Shareholders. The Directors are of the view that the issuance of Bonds provides a good opportunity to strengthen the Company's financial position and the terms of the Bonds are on normal commercial terms and are fair and reasonable and in the interest of the Company and the Shareholders as a whole.

3. Principal terms of the Bonds

The principal terms of the Bonds are the same as those mentioned in the Announcement.

4. Completion

The Board is pleased to announce that the completion of the Subscription Agreement has taken place and all subscription monies in respect of the Bonds issued have been received by the Company on 25 February 2022.

5. Definitions

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

“Mr. Lo”	Mr. LO Wai Ho, chairman and executive Director of the Company
“Subscription Agreement”	the subscription agreement dated 25 February 2022 entered into between the Company, Mr. Lo as the guarantor and the investor as the subscriber

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

Hong Kong, 25 February 2022

As at the date of this announcement, the Board comprises Mr. LO Wai Ho 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.