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**GOAL SUCCESS INVESTMENTS
LIMITED**

(Incorporated in the British Virgin Islands with limited liability)

**WAI YUEN TONG MEDICINE
HOLDINGS LIMITED**

(位元堂藥業控股有限公司*)
(Incorporated in Bermuda with limited liability)
(Stock Code: 897)



WANG ON GROUP LIMITED
(宏安集團有限公司)*

(Incorporated in Bermuda with limited liability)
(Stock Code: 1222)



**EASY ONE FINANCIAL GROUP
LIMITED**

易易壹金融集團有限公司
*(Incorporated in the Cayman Islands and continued in
Bermuda with limited liability)*
(Stock Code: 221)



CHINA AGRI-PRODUCTS EXCHANGE LIMITED
中國農產品交易所有限公司

(Incorporated in Bermuda with limited liability)
(Stock Code: 0149)

* For identification purpose only

JOINT ANNOUNCEMENT

PARTIAL OFFERS

IRREVOCABLE UNDERTAKING FROM KINGSTON SECURITIES AND UPDATE ON PRE-CONDITIONS

Financial Adviser to the Offeror



KINGSTON CORPORATE FINANCE

References are made to (i) the joint announcement issued by Goal Success Investments Limited (the “Offeror”), Wai Yuen Tong Medicine Holdings Limited (“WYT”), Wang On Group Limited (“WOG”), Easy One Financial Group Limited (“EOG”) and China Agri-Products Exchange Limited (“CAP”) dated 26 September 2019 (the “Joint Announcement”) in relation to, among other things, the Partial Offers (as defined in the Joint Announcement); (ii) the joint announcement issued by the Offeror, WYT, WOG, EOG and CAP dated 16 October 2019 in relation to, among other things, the satisfaction of a Pre-Condition (as defined in the Joint Announcement); and (iii) the joint announcement for a monthly update issued by the Offeror, WYT, WOG, EOG and CAP dated 15 November 2019 (the “November Announcement”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Joint Announcement.

IRREVOCABLE UNDERTAKING BY KINGSTON SECURITIES

On 26 November 2019, Kingston Securities, which is the agent making the Partial Offers on behalf of the Offeror and a party presumed to be acting in concert with the Offeror, and the holder of 793,254,588 CAP Shares (the “Relevant CAP Shares”), representing approximately 7.97% of the CAP Shares in issue, gave an irrevocable undertaking (the “Kingston Irrevocable Undertaking”) to the Offeror that, among other things:–

- (a) it will accept the Partial Share Offer in respect of all of the Relevant CAP Shares;
- (b) it will take such step(s) to effect such acceptance of the Partial Share Offer and transfer to the Offeror of the Relevant CAP Shares (or the relevant portion thereof after scaling down in accordance with the terms of the Partial Share Offer);

- (c) it will not withdraw its acceptance of the Partial Share Offer; and
- (d) it will not sell, transfer, encumber, grant any option over or otherwise dispose of any of the Relevant CAP Shares or any interest in the Relevant CAP Shares except pursuant to the Partial Share Offer.

As at the date of this joint announcement, apart from the EOG Irrevocable Undertaking and the Kingston Irrevocable Undertaking, the Offeror and parties acting in concert with it have not received any indication or irrevocable commitment from any CAP Shareholder and Convertible Noteholder to accept or reject the Partial Offers.

UPDATE ON PRE-CONDITIONS

References are also made to (i) the circulars issued by each of WOG and WYT dated 11 November 2019 (the “**Circulars**”) in relation to, among other things, the Partial Offers and the Loan; (ii) the notice of each of the WYT SGM and the WOG SGM to be held on 27 November 2019 (the “**SGMs**”), which contains the text of two respective resolutions in respect of the Partial Offers (the “**Partial Offers Resolution**”) and the Loan (the “**Loan Resolution**”); and (iii) the proxy form for each of the WYT SGM and the WOG SGM.

In connection with the Pre-Conditions regarding approval by the WYT Shareholders at the WYT SGM, and approval by the WOG Shareholders at the WOG SGM, the Offeror wishes to give an update since the November Announcement that as further information may be provided in relation to the Partial Offers, in order to allow sufficient time for the WYT Shareholders and the WOG Shareholders to consider such further information, it is proposed that the chairman of each of the WYT SGM and the WOG SGM will, with the consent of the respective WYT SGM and the WOG SGM, adjourn the voting on the Partial Offers Resolution to a date to be determined pending further announcement(s).

For the avoidance of doubt, the Loan Resolution will still be put forward at the respective SGMs for the WYT Independent Shareholders and the WOG Independent Shareholders to consider and, if thought fit, approve the same.

Further announcement(s) will be made in accordance with the Listing Rules and the Takeovers Code (as the case may be) on the status and progress in connection with the satisfaction of the Pre-Conditions and the Partial Offers as and when appropriate.

As the making of the Partial Offers is subject to the satisfaction of the Pre-Conditions, the Partial Offers may or may not be made. Further, completion of the Partial Offers is subject to the Conditions being fulfilled. Accordingly, CAP Shareholders, Convertible Noteholders, WYT Shareholders, WOG Shareholders and prospective investors are advised to exercise caution when dealing in the securities of CAP, WYT or WOG. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.

By Order of the board of
**GOAL SUCCESS INVESTMENTS
LIMITED**
Tang Mui Fun
Director

By Order of the board of
**WAI YUEN TONG MEDICINE
HOLDINGS LIMITED**
(位元堂藥業控股有限公司*)
Tang Ching Ho
Chairman and Managing Director

By Order of the board of
WANG ON GROUP LIMITED
(宏安集團有限公司)*
Tang Ching Ho
Chairman

By Order of the board of
**EASY ONE FINANCIAL GROUP
LIMITED**
易易壹金融集團有限公司
Chan Chun Hong, Thomas
Chairman and Managing Director

By Order of the board of
CHINA AGRI-PRODUCTS EXCHANGE LIMITED
中國農產品交易有限公司
Chan Chun Hong, Thomas
Chairman and Chief Executive Officer

Hong Kong, 26 November 2019

* *For identification purpose only*

As at the date of this joint announcement, the directors of the Offeror are Mr. Chan Chun Hong, Thomas, Ms. Tang Mui Fun and Ms. Tang Wai Man.

The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the WYT Group, the CAP Group, the WOG Group or EOG) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the respective directors of WYT, CAP, WOG and EOG) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, the WYT Board comprises Mr. Tang Ching Ho, Mr. Chan Chun Hong, Thomas, Ms. Tang Mui Fun and Ms. Tang Wai Man as executive directors; and Mr. Leung Wai Ho, Mr. Siu Man Ho, Simon, Mr. Cho Wing Mou and Mr. Li Ka Fai, David as independent non-executive directors.

The directors of WYT jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the CAP Group, the WOG Group or EOG) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the respective directors of CAP, WOG and EOG) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, the WOG Board comprises Mr. Tang Ching Ho, Ms. Yau Yuk Yin and Mr. Chan Chun Hong, Thomas as executive directors; and Dr. Lee Peng Fei, Allen, Mr. Wong Chun, Justin and Mr. Siu Kam Chau as independent non-executive directors.

The directors of WOG jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Offeror, the WYT Group, the CAP Group or EOG) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the respective directors of the Offeror, WYT, CAP and EOG) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, the directors of EOG are Mr. Chan Chun Hong, Thomas, Mr. Cheung Wai Kai and Ms. Stephanie as executive directors; and Mr. Sin Ka Man, Mr. Cheung Sau Wah, Joseph and Mr. Wong Hung Tak as independent non-executive directors.

The directors of EOG jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Offeror, the WYT Group, the WOG Group or the CAP Group) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the respective directors of the Offeror, WYT, WOG and CAP) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, the CAP Board comprises Mr. Chan Chun Hong, Thomas, Mr. Leung Sui Wah, Raymond and Mr. Yau Yuk Shing as executive directors; and Mr. Ng Yat Cheung, Mr. Lau King Lung and Mr. Wong Ping Yuen as independent non-executive directors.

The directors of CAP jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Offeror, the WYT Group, the WOG Group or EOG) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the respective directors of the Offeror, WYT, WOG and EOG) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.