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WANG ON GROUP LIMITED
(宏安集團有限公司)*
(Incorporated in Bermuda with limited liability)
(Stock Code: 1222)

GENERAL DISCLOSURE UNDER RULE 13.09(1) OF THE LISTING RULES

This announcement is made pursuant to Rule 13.09(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Reference is made to the joint announcement dated 19 August 2009 of Wai Yuen Tong Medicine Holdings Limited (“**WYT**”) and LeRoi Holdings Limited (“**LeRoi**”) relating to, amongst other matters, the possible voluntary conditional partial share exchange offer (the “**Partial Share Exchange Offer**”) by Kingston Securities Limited on behalf of Gain Better Investments Limited (the “**Offeror**”), a wholly-owned subsidiary of WYT, to acquire 1,463,835,000 shares in the capital of LeRoi from the shareholders of LeRoi other than the Offeror and parties acting in concert with it. The making of the Partial Share Exchange Offer is conditional upon the fulfillment of the pre-conditions (the “**Pre-Conditions**”), being the approvals by the shareholders of WYT at a special general meeting of the Partial Share Exchange Offer and the allotment and issue of new shares of WYT as consideration in connection with the Partial Share Exchange Offer. The Partial Share Exchange Offer, if and when made, will be subject to the fulfillment of certain conditions (the “**Conditions**”) and may or may not become unconditional. Completion of the Partial Share Exchange Offer is a possibility only.

The board (the “**Board**”) of directors of Wang On Group Limited (the “**Company**”) wishes to state that, assuming the offer is made and assuming the fulfillment of all the Conditions, upon completion of the Partial Share Exchange Offer, the Company’s shareholding interest in WYT will be diluted (the “**Dilution**”) from approximately 21.85% as at the date of this announcement to approximately 8.68%.

* *For identification purpose only*

Further announcements in relation to the Dilution will be made by the Company as and when appropriate.

Taking into consideration the Dilution, the Company's investment in WYT may be classified as "financial assets at fair value through profit or loss" in the financial statements of the Company in accordance with Hong Kong Financial Reporting Standards. Market value approach for fair value of WYT will be used to measure the fair value and any fair value changes will be recognised for as gain or loss of the Company.

The Partial Share Exchange Offer will not be made unless and until the Pre-Conditions are fulfilled. The Partial Share Exchange Offer, if and when made, will be subject to the fulfillment of the Conditions and may or may not become unconditional. Completion of the Partial Share Exchange Offer is a possibility only. Shareholders and potential investors of the Company should exercise caution when dealing in the shares of the Company.

Made by the order of the Board, the directors of which individually and jointly accept responsibility for the accuracy of this announcement.

By Order of the Board
Wang On Group Limited
(宏安集團有限公司)*
Chan Chun Hong, Thomas
Managing Director

Hong Kong, 20 August 2009

As at the date of this announcement, the Board comprises three executive directors of the Company, namely Mr. Tang Ching Ho, Ms. Yau Yuk Yin and Mr. Chan Chun Hong, Thomas, and four independent non-executive directors of the Company, namely Dr. Lee Peng Fei, Allen, Mr. Wong Chun, Justein, Mr. Siu Yim Kwan, Sidney and Mr. Siu Kam Chau.

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