

27 August 2019

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ASX Announcement

Wiseway Group Limited (ASX: WWG)

Share Purchase and Subscription Agreement with AZ Global

Wiseway Group Limited (**Wiseway** or **Company**) wishes to announce that Roger Tong, the Executive Director and Chief Executive Officer of Wiseway, and Florence Tong, the Managing Director of Wiseway (together the **Vendors**) and the Company have entered into a share purchase and subscription agreement (**SPSA**) with AZ Global Co., Limited (**AZ Global**) on 27 August 2019.

Under the SPSA:

- AZ Global subscribes 18,161,100 new shares in Wiseway (**Subscription Shares**), being 15% of the currently issued shares in the Company;
- the Vendors sells in total 9,546,686 shares, being 7.885% of the currently issued shares in Wiseway (**Sale Shares**) to AZ Global; and
- The Subscription Shares and Sale Shares were acquired at \$0.25 per share.

AZ Global is not considered to be a related party to the Vendors or the Company. The Vendors have fully disclosed their interest in the transaction contemplated in the SPSA to the board of the Company. The board of the Company has also carefully considered the benefit of the issue of Subscription Shares and determined that it is for the Company's best interest and for its benefit.

The Company issues and allocates the Subscription Shares in accordance with ASX Listing Rule 7.1. The fund raised by the Company from the issue of the Subscriptions Shares will be used to fund potential future business growth.

Completion of the SPSA is on 27 August 2019. Prior to the completion, the Vendors hold 52.12% of the shares in the Company. On completion, the Vendors will retain 38.47% of the shares in the Company and AZ Global will hold 19.9% of the shares in the Company.

AZ Global has also entered into a voluntary escrow deed on 27 August 2019 in respect of the Sale Shares for the period from the date that it becomes the registered holder of the Sale Shares to 29 February 2020. The Vendors will retain 52,631,664 shares which are still subject to voluntary escrow to 29 February 2020.

Overview of AZ Global

The Vendors are excited and committed to the ongoing operations of the Company with the joint effort with AZ Global.

AZ Global, a company incorporated in Hong Kong, is a leading manufacturer to consumer (M2C) distribution company and a significant customer of Wiseway. AZ Global provides comprehensive,



integrated digital marketing, branding and channelling support to businesses in the Fast Moving Consumer Goods (**FMCG**) industry for domestic and overseas distributions. It has operations in Sydney, Melbourne, Adelaide and Brisbane with fully owned warehouses.

Wiseway has a strong existing commercial relationship with AZ Global, through the provision of logistics services for export of its products to China. AZ Global intends to appoint Wiseway Logistics Pty Ltd (**Wiseway Logistics**) as its exclusive logistics service provider in Australia and New Zealand subject to negotiation of appropriate terms. This includes, airfreight, seafreight, inbound customs clearance, domestic road transportation, warehousing and 3PL (third party logistics) services.

Wiseway Executive Director Roger Tong stated, "We welcome AZ Global as a shareholder, and look forward to furthering potential opportunities to grow Wiseway."

For further information, investors please contact:

Roger Tong
Executive Director and CEO
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About Wiseway Group Limited

Wiseway (ASX:WWG) is a leading provider of integrated logistics in Australia with a nation-wide network of strategically located warehouses and facilities and with a large modern fleet of trucks and delivery vehicles. The Company was established in 2005 and listed on ASX in October, 2018. Wiseway has grown to become one of the top three outbound air freight logistics providers in Australia with a specialist focus on Australia and China trade. Wiseway's focus is on cross-border logistics including air freight, sea freight, import services, domestic transportation, warehousing and customs clearance services, to a large customer base of domestic and international customers across its two main segments, general cargo and perishable cargo.

Website: www.wiseway.com.au