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華邦金融控股有限公司

Huabang Financial Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 3638)

DISCLOSEABLE TRANSACTION IN RELATION TO PROVISION OF LOAN

THE LOAN AGREEMENT

On 17 April 2019 (after trading hours), the Lender, an indirect wholly-owned subsidiary of the Company, entered into the Loan Agreement A and Loan Agreement B with the Borrower A and Borrower B, pursuant to which the Lender has agreed to grant the Loan A and Loan B to the Borrower A and Borrower B respectively for a term of 12 months.

THE LISTING RULES IMPLICATIONS

As one or certain of the applicable percentage ratios (as defined under the Listing Rules) in respect of each of the Loan A and Loan B exceeds 5% but all of them are less than 25%, each of the Loan Agreement A and Loan Agreement B constitute a discloseable transaction of the Company and is subject to reporting and announcement requirements under Chapter 14 of the Listing Rules.

INTRODUCTION

The Board announces that on 17 April 2019, the Loan Agreement A and Loan Agreement B were entered into between the Lender, an indirect wholly-owned subsidiary of the Company and Borrower A and Borrower B, respectively. Pursuant to the Loan Agreement A and Loan Agreement B, the Lender has agreed to grant the Loan A and Loan B to the Borrower A and Borrower B respectively for a term of 12 months.

Summarised below are the principal terms of Loan Agreement A and Loan Agreement B.

LOAN AGREEMENT A

- Date : 17 April 2019
- Parties : (i) Huabang Finance Limited, an indirect wholly-owned subsidiary of the Company; and
- (ii) Borrower A, an individual who, to the best knowledge, information and belief of the Directors having made all reasonable enquiries, is an Independent Third Party.
- Principal amount : Hong Kong dollars forty million (HK\$40,000,000).
- Interest rate : 8% per annum (to be paid on the maturity date of Loan A)
- Maturity date : 12 months from the date of Loan Agreement A.
- Repayment : Unless otherwise specified, Borrower A shall repay in full the principal amount of Loan A, together with interest accrued and unpaid thereof on the maturity date of Loan A.
- Early repayment : Loan A shall become repayable by Borrower A upon notice by the Lender if Borrower A has been in breach of any applicable laws or regulations in any jurisdictions in respect of the borrowing and execution of Loan A.

The parties may request for early repayment of the whole or any part of the principal amount outstanding under the Loan A, together with interest accrued and unpaid thereof.

LOAN AGREEMENT B

- Date : 17 April 2019
- Parties : (i) Huabang Finance Limited, an indirect wholly-owned subsidiary of the Company; and
- (ii) Borrower B, an individual who, to the best knowledge, information and belief of the Directors having made all reasonable enquiries, is an Independent Third Party.
- Principal amount : Hong Kong dollars forty million (HK\$40,000,000).
- Interest rate : 8% per annum (to be paid on the maturity date of Loan B)

- Maturity date : 12 months from the date of Loan Agreement B.
- Repayment : Unless otherwise specified, Borrower B shall repay in full the principal amount of Loan B, together with interest accrued and unpaid thereof on the maturity date of Loan B.
- Early repayment : Loan B shall become repayable by Borrower B upon notice by the Lender if Borrower B has been in breach of any applicable laws or regulations in any jurisdictions in respect of the borrowing and execution of Loan B.

The parties may request for early repayment of the whole or any part of the principal amount outstanding under the Loan B, together with interest accrued and unpaid thereof.

INFORMATION ABOUT THE COMPANY AND THE LENDER

The Group is principally engaged in the financial services business and computer and peripheral products business. The Lender is an indirect wholly-owned subsidiary of the Company and a licensed money lender in Hong Kong under the Money Lenders Ordinance (Chapter 163 of the Laws of Hong Kong).

REASONS FOR AND BENEFITS OF LOAN A AND LOAN B

The terms of Loan Agreement A and Loan Agreement B (including the interest rate) were arrived at after arm's length negotiations between the Lender and Borrower A and Borrower B respectively and would enable the Lender to earn interest income. Given that the provision of credit financing is in the ordinary and usual course of business of the Lender, the Directors are of the view that the transactions contemplated under Loan Agreement A and Loan Agreement B are in the interests of the Company and the Shareholders as a whole.

LISTING RULES IMPLICATIONS

As one or certain of the applicable percentage ratios stipulated under Rule 14.07 of the Listing Rules in respect of each of the Loan A and Loan B, exceed 5% but are less than 25%, each of the Loan A and Loan B constitute a discloseable transaction of the Company and is subject to reporting and announcement requirements under Chapter 14 of the Listing Rules.

DEFINITIONS

Unless the context requires otherwise, the following terms have the following meanings in this announcement:

“Board” board of the Directors of the Company

“Borrower A”	Borrower A, being an individual and an Independent Third Party
“Borrower B”	Borrower B, being an individual and an Independent Third Party
“Business Day”	means a day (other than a Saturday, Sunday or public holiday) on which commercial banks and the relevant financial markets are open for general business in Hong Kong
“Company”	Huabang Financial Holdings Company, a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the main board of the Stock Exchange
“Director(s)”	Director(s) of the Company
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	Hong Kong Special Administrative Region of the People’s Republic of China
“Independent Third Party”	a third party independent of the Company and the connected persons (has the meaning ascribed to it under the Listing Rules) of the Company
“Lender”	Huabang Finance Limited, a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Loan A”	the term loan in the amount of HK\$40,000,000 granted by the Lender to the Borrower A pursuant to the terms of the Loan Agreement A
“Loan B”	the term loan in the amount of HK\$40,000,000 granted by the Lender to the Borrower B pursuant to the terms of the Loan Agreement B
“Loan Agreement A”	the loan agreement dated 17 April 2019 entered into between the Lender and Borrower A in relation to the grant of the Loan A to the Borrower A

“Loan Agreement B”	the loan agreement dated 17 April 2019 entered into between the Lender and Borrower B in relation to the grant of Loan B to Borrower B
“Share(s)”	ordinary share(s) of HK\$0.0008333 each in the issued capital of the Company
“Shareholder(s)”	holder(s) of the issued Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent.

By Order of the Board
Huabang Financial Holdings Limited
George Lu
Chairman & Chief Executive Officer

Hong Kong, 17 April 2019

As at the date of this announcement, the Executive Directors of the Company are Mr. George Lu and Mr. Lam Allan Loc; the Non-Executive Director of the Company is Mr. Pang Chung Fai Benny; and the independent Non-Executive Directors of the Company are Mr. Loo Hong Shing, Vincent, Mr. Zhu Shouzhong, and Mr. Li Huaqiang.