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## **FINSOFT CORPORATION**

**匯財軟件公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8018)**

### **DISCLOSEABLE TRANSACTION: PROVISION OF LOAN TO A THIRD PARTY**

#### **PROVISION OF THE LOAN**

The Board announces that, after trading hours on 30 October 2014, the Lender entered into the Loan Agreement with the Borrower, pursuant to which the Lender agreed to grant to the Borrower, an Independent Third Party, the Loan in the principal amount of HK\$4,000,000, bearing interest at a rate of 8.5% per annum for a term of six months.

The Loan is secured by a guarantee provided by the Borrower's holding company, who is an Independent Third Party.

#### **GEM LISTING RULES IMPLICATIONS**

As the relevant applicable percentage ratios (as defined in the GEM Listing Rules) for the Loan exceed 5% but are less than 25%, the provision of the Loan constitutes a discloseable transaction for the Company under Chapter 19 of the GEM Listing Rules and is subject to the notification and announcement requirements under Chapter 19 of the GEM Listing Rules.

#### **PROVISION OF THE LOAN**

The board ("**Board**") of directors ("**Directors**") of Finsoft Corporation ("**Company**", together with its subsidiaries, the "**Group**") announces that after the trading hours on 30 October 2014, Finsoft Finance Limited ("**Lender**", a wholly-owned subsidiary of the Company, as the lender, entered into a loan agreement ("**Loan Agreement**") with a third party independent of the Company and the connected persons (as defined in the Rules Governing the Listing of Securities on the Growth Enterprise Market ("**GEM**") of The Stock Exchange of Hong Kong Limited ("**Stock Exchange**") ("**GEM Listing Rules**")) of the Company ("**Independent Third Party**"), as the borrower ("**Borrower**", pursuant to which the Lender agreed to grant a loan ("**Loan**") in the principal amount of HK\$4,000,000 to the Borrower for a term of six months.

## The Loan Agreement

The principal terms of the Loan Agreement are summarised as follows:

Date of the Loan Agreement	:	30 October 2014
Drawdown date of the Loan	:	31 October 2014
Lender	:	Finsoft Finance Limited, a limited company incorporated in the Hong Kong Special Administrative Region of the People's Republic of China (" <b>Hong Kong</b> ") and a wholly-owned subsidiary of the Company. The Lender is a licensed money lender in Hong Kong under the Money Lenders Ordinance (Chapter 163 of the laws of Hong Kong).
Borrower	:	a company incorporated in Hong Kong with limited liability. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiry, each of the Borrower and its ultimate beneficial owners is an Independent Third Party.
Principal amount	:	HK\$4,000,000
Maturity date of the Loan ("Maturity Date")	:	30 April 2015
Interest rate	:	8.5% per annum
Security	:	the Loan is secured by a guarantee given by the Borrower's holding company (" <b>Guarantor</b> "), who is an Independent Third Party in favour of the Lender for the due and punctual performance of the Borrower's obligations under the Loan Agreement

Under the Loan Agreement, the Borrower shall repay and/or settle the full amount of the Loan on the Maturity Date and the interest accrued shall be paid monthly.

The Loan is funded by internal resources of the Group.

The terms of the Loan Agreement have been arrived by the Lender and the Borrower after arm's length negotiation, having regard to the commercial practice and the amount of the Loan.

## **INFORMATION ON THE GROUP**

The Company is an investment holding company. The Group is principally engaged in the development, sale and provision of financial trading software solutions, provision of referral services, money lending business and securities investments. The Lender, being a wholly-owned subsidiary of the Company, is a holder of a money lender licence under the Money Lenders Ordinance.

## **INFORMATION ON THE BORROWER AND THE GUARANTOR**

The Borrower is principally engaged in the provision and arrangement of credit facilities and the Guarantor is an investment holding Company.

## **REASONS FOR AND BENEFITS OF THE PROVISION OF THE LOAN**

The Directors are of the view that the granting of the Loan is in the course of the Group's money lending business. Having considered the financial background of the Borrower and the Guarantor, the availability of the guarantee as collateral security and the interest income to be brought to the Group, the Directors consider that the terms of the Loan Agreement are on normal commercial terms and are fair and reasonable and in the interest of the Company and its shareholders as a whole.

## **GEM LISTING RULES IMPLICATIONS**

As the relevant applicable percentage ratios (as defined in the GEM Listing Rules) for the Loan exceed 5% but are less than 25%, the provision of the Loan constitutes a discloseable transaction for the Company under Chapter 19 of the GEM Listing Rules and is subject to the notification and announcement requirements under the GEM Listing Rules.

On behalf of the Board  
**Finsoft Corporation**  
**Chan Sek Keung, Ringo**  
*Chairman*

Hong Kong, 30 October 2014

*As at the date of this announcement, the Board consists of Mr. Li Hoi Kong and Mr. Lawrence Tang being the executive Directors, Mr. Chan Sek Keung, Ringo being the non-executive Director and Chairman and Ms. Lee Kwun Ling, May Jean, Mr. Tai Man Hin, Tony and Mr. Yuen Shiu Wai being the independent non-executive Directors.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the GEM website at [www.hkgem.com](http://www.hkgem.com) on the "Latest Company Announcements" page for at least 7 days from the date of its publication and on the website of the Company at [www.finsoftcorp.com](http://www.finsoftcorp.com).*