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FINSOFT FINANCIAL INVESTMENT HOLDINGS LIMITED

匯財金融投資控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8018)

(1) APPOINTMENT OF DIRECTORS;

AND

(2) CHANGE OF COMPOSITION OF BOARD COMMITTEES

The board (“**Board**”) of directors (each, a “**Director**”) of Finsoft Financial Investment Holdings Limited (“**Company**”, together with its subsidiaries, the “**Group**”) wishes to announce that with effect from 8 June 2017:

- (1) Mr. Chan Wai Lung (“**Mr. Chan**”) has been appointed as an executive Director and the chairman of the Board;
- (2) Mr. Zhong Shi (“**Mr. Zhong**”) has been appointed as an independent non-executive Director, and a member of each of the audit committee, the remuneration committee (“**Remuneration Committee**”) and the nomination committee (“**Nomination Committee**”) of the Board;
- (3) Mr. Ng Wing Cheong Stephen has resigned as the chairman of the Board and the chairman of the Nomination Committee but remained as a non-executive Director;
- (4) Ms. Lam Ching Yee has resigned as a member of the Remuneration Committee but remained as an executive Director;
- (5) Mr. Lam Kai Yeung, an independent non-executive Director, has been appointed as the chairman of each of the Remuneration Committee and the Nomination Committee.

The biographical details of Mr. Chan are set out below:

Mr. Chan, aged 36, has years of experience in business planning and development. Mr. Chan has been a director of Draco International Investment (Holdings) Limited (specialising in designing corporate structures) since July 2013, an executive director of Element of eLiving Hong Kong Limited since October 2013, the chairman of the board of directors of Elite Pro-Management Limited (specialising in business process outsourcing) since October 2015,

* *for identification purpose only*

and a director of Draco Human Resources Management Limited since November 2016. Mr. Chan was appointed as a business development consultant (招商顧問) by the Management Committee of the Haining Economic Development Zone, Zhejiang Province, the People's Republic of China ("PRC") in April 2017.

Mr. Chan was a director of the following private company incorporated in Hong Kong, which was dissolved by deregistration under section 751 of the Companies Ordinance (Cap. 622 of the Laws of Hong Kong):

Name of company	Principal business activity before deregistration	Date of dissolution
Marsa Wild Seafood of Canada Limited	Trading of seafood	7 August 2015

To the best of the knowledge and belief of Mr. Chan, the above company had ceased business and become defunct and was solvent at the time of it being dissolved by deregistration.

In accordance with the service contract made between Mr. Chan and the Company, Mr. Chan has been appointed for a term commencing from 8 June 2017 to 31 December 2017 (both days inclusive) unless terminated by no less than one month's notice in writing served by either party on the other and is subject to retirement by rotation and re-election and other related provisions as stipulated in the articles of association of the Company and 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"). Mr. Chan is entitled to an annual director's fee of HK\$120,000 and annual salary of HK\$480,000, which is determined by the Board, under the recommendation from the Remuneration Committee, with reference to his background, qualification, experience, duties and responsibilities within the Group and the prevailing market conditions.

The biographical details of Mr. Zhong are set out below:

Mr. Zhong, aged 33, holds a Bachelor degree of Engineering in Electronic and Information Engineering professions and a Bachelor degree of Management in Business and Administration profession respectively granted by the University of Electronic Science and Technology of China (電子科技大學), the PRC in 2005, and a Postgraduate Diploma in Integrated and Practicing Management from The University of Hong Kong in 2015. Mr. Zhong was qualified as a Financial Risk Manager by the Global Association of Risk Professionals in April 2010 and has completed the board secretary (董事會秘書) qualification training organised by the Shanghai Stock Exchange of the PRC in September 2015.

Mr. Zhong was an investment manager of Shanghai Acorn Campus Venture Capital Co., Ltd. (橡子園創業投資管理(上海)有限公司) from August 2009 to October 2011 and was an investment supervisor of Shanghai Leaguer Tsing-Yuan Venture Capital Management Partnership (Limited Partnership) (上海力合清源創業投資管理合夥企業(有限合夥)) from 2012 to 2013. He was the general manager of Shanghai Kanghao Investment Management Consultancy Limited (上海康昊投資管理諮詢有限公司) from January 2015 to December 2016. Mr. Zhong has years of experience in private equity and venture capital investment and has accumulated extensive social network in these areas.

In accordance with the service contract made between Mr. Zhong and the Company, Mr. Zhong has been appointed for a term commencing from 8 June 2017 to 31 December 2017 (both days inclusive) unless terminated by no less than one month's notice in writing served by either party on the other and is subject to retirement by rotation and re-election and other related provisions as stipulated in the articles of association of the Company and the GEM Listing Rules. Mr. Zhong is entitled to an annual director's fee of HK\$72,000, which is determined by the Board, under the recommendation from the Remuneration Committee, with reference to his background, qualification, experience, duties and responsibilities within the Group and the prevailing market conditions.

Save as disclosed above, as at the date of this announcement, each of Mr. Chan and Mr. Zhong:

- (i) has not held any other major appointments and qualifications or directorships in other listed company in the last three years;
- (ii) does not have any relationship with any Director, senior management, substantial or controlling shareholders (having the meaning ascribed to them in the GEM Listing Rules) of the Company;
- (iii) does not hold other positions with the Company or other members of the Group; and
- (iv) is not interested in any shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Save as disclosed above, there is no further information required to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules and there are no other matters relating to the appointment of Mr. Chan and Mr. Zhong that need to be brought to the attention of the Stock Exchange or the shareholders of the Company.

The Board would like to take this opportunity to welcome Mr. Chan and Mr. Zhong to join the Company.

Following the appointment of Mr. Zhong, the Company has satisfied the minimum number requirement under Rules 5.05(1), 5.28 and 5.34 of the GEM Listing Rules.

By order of the Board
Finsoft Financial Investment Holdings Limited
Ms. Lin Ting
Executive Director

Hong Kong, 8 June 2017

As at the date of this announcement, the Board consists of Mr. Chan Wai Lung being an executive Director and the chairman of the Board, Ms. Lam Ching Yee and Ms. Lin Ting being the executive Directors, Mr. Fung Ka Lok Adams and Mr. Ng Wing Cheong Stephen being the non-executive Directors, Mr. Lam Kai Yeung, Ms. Lee Kwun Ling, May Jean and Mr. Zhong Shi 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 “Latest Company Announcements” page of the website of the GEM at www.hkgem.com for a minimum period of seven days from the date of its publication and on the Company’s website at www.finsofthk.com.