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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)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent



**鼎成證券有限公司
GRANSING SECURITIES CO., LIMITED**

The Board is pleased to announce that the condition precedent set out in the Placing Agreement had been fulfilled and completion of Placing took place on 20 February 2017 in accordance with the terms and conditions of the Placing Agreement.

An aggregate of 210,090,000 Placing Shares, representing approximately 16.67% of the issued share capital of the Company as at the date of this announcement immediately after completion of the Placing, have been successfully placed to not less than six Placees. The net proceeds from the Placing are approximately HK\$29.8 million.

Reference is made to the announcement of Finsoft Financial Investment Holdings Limited (“**Company**”) dated 1 February 2017 (“**Announcement**”) in relation to the Placing. Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Board is pleased to announce that the condition precedent set out in the Placing Agreement had been fulfilled and completion of the Placing took place on 20 February 2017 in accordance with the terms and conditions of the Placing Agreement. An aggregate of 210,090,000 Placing Shares, representing approximately 16.67% of the issued share capital of the Company as at the date of this announcement immediately after completion of the Placing, have been successfully placed to not less than six Placees at the Placing Price of HK\$0.146 per Placing Share.

The net proceeds from the Placing are approximately HK\$29.8 million.

* for identification purpose only

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

The following table sets out the shareholding structure of the Company immediately before and after completion of the Placing:

Shareholders	Immediately before completion of the Placing		Immediately after completion of the Placing	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
Luster Wealth Limited (<i>Note 1</i>)	116,411,250	11.08	116,411,250	9.23
Ever Robust Holdings Limited (<i>Note 2</i>)	136,800,000	13.02	136,800,000	10.85
Perfect Growth Limited (<i>Note 3</i>)	186,492,340	17.75	186,492,340	14.79
Placees	–	–	210,090,000	16.67
Other public Shareholders	610,788,750	58.14	610,788,750	48.45
	<u>1,050,492,340</u>	<u>100.00</u>	<u>1,260,582,340</u>	<u>100.00</u>

Notes:

- These 116,411,250 Shares are held by Luster Wealth Limited (“**Luster Wealth**”). Mr. Chan Sek Keung Ringo (“**Mr. Chan**”), beneficially owns 100% of the issued share capital of Woodstock Management Limited (“**Woodstock**”), which in turn owns 100% of the issued share capital of Luster Wealth. Therefore, each of Woodstock and Mr. Chan is deemed, or taken to be, interested in all the Shares held by Luster Wealth for the purpose of the SFO.
- These 136,800,000 Shares are held by Ever Robust Holdings Limited (“**Ever Robust**”), which is wholly-owned by Whole Kind Investments Limited (“**Whole Kind**”), which is in turn wholly-owned by Interactive Entertainment China Cultural Technology Investments Limited (“**IE China**”). By virtue of the SFO, each of Whole Kind and IE China is deemed, or taken to be, interested in all the Shares held by Ever Robust.
- These 186,492,340 Shares are held by Perfect Growth Limited (“**Perfect Growth**”), which is wholly-owned by Lucky Famous Limited (“**Lucky Famous**”), which is in turn wholly-owned by GET Holdings Limited (“**GET**”). By virtue of the SFO, each of Lucky Famous and GET is deemed, or taken to be, interested in all the Shares held by Perfect Growth.
- Certain percentage figures included in the above table have been subject to rounding adjustments. Accordingly, figures shown as totals may not be an arithmetic aggregation of the figures preceding them.

By order of the Board
Finsoft Financial Investment Holdings Limited
Mr. Ng Wing Cheong Stephen
Chairman

Hong Kong, 20 February 2017

As at the date of this announcement, the Board consists of Ms. Lin Ting and Ms. Lam Ching Yee being the executive Directors, Mr. Ng Wing Cheong Stephen being the non-executive Director and the chairman of the Board and Ms. Lee Kwun Ling, May Jean, Mr. Yuen Shiu Wai and Mr. Lam Kai Yeung 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 GEM at www.hkgem.com for at least 7 days from the date of its publication and on the website of the Company at www.finsofthk.com.