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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)

DISCLOSEABLE TRANSACTION – TENANCY AGREEMENT

TENANCY AGREEMENT

On 19 August 2022, after trading hours, the Company as tenant, and the Landlord as landlord, entered into the Tenancy Agreement in respect of the leasing of the Premises for a term of three years from 15 September 2022 to 14 September 2025 (both days inclusive).

GEM LISTING RULES IMPLICATIONS

In accordance with HKFRS 16 “Leases”, the Company will be required to recognise the value of the right-of-use asset in connection with the leasing of the Premises under the Tenancy Agreement in the Company’s consolidated statement of financial position. Accordingly, the transaction contemplated under the Tenancy Agreement will be regarded as an acquisition of assets by the Group for the purpose of the GEM Listing Rules.

As one of the relevant applicable percentage ratios (as defined in the GEM Listing Rules) calculated based on the unaudited value of the right-of-use of the Premises under the Tenancy Agreement to be recognised by the Group according to HKFRS 16 (i.e. approximately HK\$3.02 million) exceeds 5% but all applicable percentage ratios are less than 25%, the transaction contemplated under the Tenancy Agreement 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.

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* *For identification purposes only*

The principal terms of the Tenancy Agreement are summarised as below:

Date:	19 August 2022
Parties:	(1) Max Trinity Limited, an Independent Third Party (as landlord) (2) the Company (as tenant)
Premises:	Apartment No. C, 4th Floor, Block CD and Car Parking Space No. 150, Grenville House, Nos. 1 & 3 Magazine Gap Road, Hong Kong
Term:	A term of three years, from 15 September 2022 to 14 September 2025 (both days inclusive) (“ Term ”)
Rent:	HK\$132,300 per month (inclusive of rates and government rent (if any)) to be paid by the Company to the Landlord, payable in advance on the first day of each calendar month
Management fees:	HK\$12,700 per month (subject to adjustment by the manager of the building of which the Premises form part from time to time) to be paid by the Company to such manager, payable in advance on the first day of each calendar month
Deposit:	HK\$290,000, payable upon the signing of the Tenancy Agreement
Break clause:	The Company shall have the right to, at anytime after the expiration of twenty-four (24) months from the commencement of the Term, serve upon the Landlord one (1) month’s prior written notice or by payment of one (1) month’s rent in lieu of such notice to terminate the Tenancy Agreement, provided that the Company shall have fully performed and observed its obligations under the Tenancy Agreement up to the time of actual termination pursuant to this break clause and the last day of the Term shall not be earlier than 14 October 2024.

INFORMATION OF THE GROUP AND THE LANDLORD

The Group is principally engaged in the provision of financial trading software solutions, provision of other IT and internet financial platforms services, money lending business and assets investments in Hong Kong.

The Landlord is a company incorporated in Hong Kong with limited liability and is principally engaged in investment holding. To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, both the Landlord and its ultimate beneficial owner are Independent Third Parties.

REASONS FOR AND BENEFITS OF ENTERING INTO THE TENANCY AGREEMENT

The Company entered into the Tenancy Agreement to lease the Premises so as to provide accommodation to Ms. Tin, her family members and domestic helper(s), pursuant to the service contract entered into between the Company and Ms. Tin. The rent and other outgoings payable by the Company will be funded by the internal resources of the Group.

The terms of the Tenancy Agreement were determined after arm's length negotiations between the Company and the Landlord, with reference to the prevailing market rent for properties of similar use, floor area and location. Therefore, the Directors (including the independent non-executive Directors) are of the view that the Tenancy Agreement was entered into in the ordinary and usual course of business of the Group, and the terms of the Tenancy Agreement and the transaction contemplated thereunder are on normal commercial terms after arm's length negotiations, fair and reasonable and in the interests of the Company and its shareholders as a whole.

GEM LISTING RULES IMPLICATION

In accordance with HKFRS 16 "Leases", the Company will be required to recognise the value of the right-of-use asset in connection with the leasing of the Premises under the Tenancy Agreement in the Company's consolidated statement of financial position. Accordingly, the transaction contemplated under the Tenancy Agreement will be regarded as an acquisition of assets by the Group for the purpose of the GEM Listing Rules.

As one of the relevant applicable percentage ratios (as defined in the GEM Listing Rules) calculated based on the unaudited value of the right-of-use of the Premises under the Tenancy Agreement to be recognised by the Group according to HKFRS 16 (i.e. approximately HK\$3.02 million) exceeds 5% but all applicable percentage ratios are less than 25%, the transaction contemplated under the Tenancy Agreement 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.

DEFINITIONS

Unless the context otherwise requires, the following words and phrases used in this announcement have the following meanings:

"Board"	the board of Directors
"Company"	Finsoft Financial Investment Holdings Limited, a company incorporated in the Cayman Islands with limited liability and the issued shares of which are listed on GEM
"connected person"	has the meaning ascribed to it under the GEM Listing Rules
"Director(s)"	director(s) of the Company
"GEM"	GEM of The Stock Exchange of Hong Kong Limited

“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“HKFRS”	the Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Independent Third Party”	a party who is not a connected person of the Company and is independent of the Company and its connected persons
“Landlord”	Max Trinity Limited, the registered owner of the Premises and a company incorporated in Hong Kong with limited liability, the ultimate beneficial owner of which is Yu Louey, Kwok Won Carol Wilma
“Ms. Tin”	Ms. Tin Yat Yu Carol, an executive Director and the chairman of the Board
“Premises”	Apartment No. C, 4th Floor, Block CD and Car Parking Space No. 150, Grenville House, Nos. 1 & 3 Magazine Gap Road, Hong Kong
“Tenancy Agreement”	the tenancy agreement dated 19 August 2022 and entered into between the Company and the Landlord in respect of the leasing of the Premises
“%”	per cent

On behalf of the Board
Finsoft Financial Investment Holdings Limited
Ms. Tin Yat Yu Carol
Chairman

Hong Kong, 19 August 2022

As at the date of this announcement, the Board consists of Ms. Tin Yat Yu Carol being an executive Director and the chairman of the Board, Mr. Chan Wai Lung being an executive Director and the chief executive officer of the Company, Ms. Lam Ching Yee and Ms. Lin Ting being the executive Directors, and Mr. Hon Ming Sang, Ms. Lee Kwun Ling, May Jean and Ms. Lo Wing Sze BBS, JP 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 Listed Company Information” page of the website of The Stock Exchange of Hong Kong Limited at <https://www.hkexnews.hk> for a minimum period of seven days from the date of its publication and on the website of the Company at www.finsofthk.com.