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HAO WEN HOLDINGS LIMITED

皓文控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8019)

DISCLOSEABLE TRANSACTION PROVISION OF FINANCIAL ASSISTANCE

PROVISION OF FINANCIAL ASSISTANCE

The Board is pleased to announce that on 4 August 2014, the Loan Agreement was entered into between Create Profit, an indirect wholly-owned subsidiary of the Company as lender, and Customer A as borrower. Pursuant to the Loan Agreement, Create Profit has agreed to grant a secured loan in the amount of HK\$15.7 million to Customer A for a term of 21 months.

GEM LISTING RULES IMPLICATIONS

As certain of the applicable percentage ratios (as defined under the GEM Listing Rules) in respect of the aggregate amount of financial assistance granted to Customer A within the period of 21 months immediately preceding to the date of the Loan Agreement were more than 5% but less than 25%, the secured loan granted under the Loan Agreement constitutes a discloseable transaction of the Company under Chapter 19 of the GEM Listing Rules and is therefore subject to the reporting and announcement requirements under the GEM Listing Rules.

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Summarised below are the principal terms of the Loan Agreement.

THE LOAN AGREEMENT

Date of the Loan Agreement	:	12 June 2014
Lender	:	Create Profit
Borrower	:	Customer A
Principal	:	HK\$15,700,000
Interest rate	:	12% per annum
Term	:	21 months commencing from the Effective Date
Security	:	A first legal charge/mortgage in respect of shares of an investment holding company incorporated in British Virgin Islands with limited liability with a valuation conducted by an independent property valuer on 4 August 2014 with an amount of approximately HK\$51 million
Repayment	:	Customer A shall repay the loan in full on maturity date
Prepayment	:	Customer A may at any time repay the principal amount of the secured loan and the accrued interests in full by giving prior written notice before the loan maturity
Purpose	:	Financing Customer A's business activities

FUNDING OF THE LOAN

The Group will finance the loan with its proceeds from the placing of convertible bonds on 1 August 2014.

INFORMATION ON CUSTOMER A

Customer A is a corporate customer. To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, Customer A is an Independent Third Party and not connected with the Group.

INFORMATION ON THE GROUP AND THE LENDER

The Group is primarily engaged in the sale of biodegradable food containers and disposable industrial packing for customer products, manufacturing and sale of biomass fuel and money lending.

The lender is an indirect wholly-owned subsidiary of the Company. The lender is a money lender licensed in Hong Kong under the provisions of the Money Lenders Ordinance. The lender conducts money lending business solely in Hong Kong through the provision of unsecured loans and secured loans to customers, including individuals and corporations.

REASONS FOR THE LOAN AGREEMENT

Taking into account the principal activities of the Group, the grant of the secured loan to Customer A is in the ordinary and usual course of business of the Group on normal commercial terms within the meaning of the GEM Listing Rules.

The terms of the Loan Agreement are negotiated on an arm's length basis between Create Profit and Customer A. The Directors consider that the granting of the subject loan is a financial assistance provided by the Company on normal commercial terms within the meaning of the GEM Listing Rules. The Directors are of the view that the terms of the Loan Agreement are entered into on normal commercial terms based on the Company's credit policy. Taking into account the satisfactory financial background of the borrower and that a stable revenue and cashflow stream from the interest income is expected, the Directors consider that the entering into of the Loan Agreement is fair and reasonable and in the interests of the Company and its shareholders as a whole.

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DEFINITIONS

In this announcement, the following expressions have the following meanings:

“Board”	the board of Directors
“Company”	Hao Wen Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on GEM
“Create Profit”	Create Profit Enterprises Limited, a limited liability company incorporated in Hong Kong and an indirect wholly-owned subsidiary of the Company
“Customer A”	a borrower being a corporation and an Independent Third Party
“Director(s)”	the directors of the Company
“Effective Date”	the effective date of the Loan Agreement
“GEM”	the Growth Enterprise Market of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM, as amended from time to time
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong Dollars, the lawful currency of Hong Kong

“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Independent Third Party(ies)”	person(s) who or company(ies) together with its/their ultimate beneficial owner(s) which, to the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, is/are third party(ies) independent of the Company and its connected person(s)
“Loan Agreement”	the loan agreement dated 4 August 2014 entered into between Create Profit and Customer A in respect of secured loan in the amount of HK\$15.7 million
“Money Lenders Ordinance”	the Money Lenders Ordinance (Chapter 163 of the laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

By Order of the Board
Hao Wen Holdings Limited
Leung King Fai
Executive Director and Company Secretary

Hong Kong, 4 August 2014

As at the date hereof, the executive Directors are Mr. Chow Yik, Mr. Lee Cheuk Yue, Ryan, Mr. Lok Wing Fu and Mr. Leung King Fai; the independent non-executive Directors are Mr. Lam Kai Tai, Mr. Kwok Pak Yu, Steven and Mr. Wong Ting Kon.

The Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

This announcement will remain on the GEM website at <http://www.hkgem.com> on the “Latest Company Announcements” page for at least 7 days from the date of its posting and on the Company’s website at <http://www.tricor.com.hk/webservice/008019>.