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## **CREDIT CHINA FINTECH HOLDINGS LIMITED**

**中國信貸科技控股有限公司**

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

(Stock Code: 8207)

### **VOLUNTARY ANNOUNCEMENT – INVESTMENT IN SINGAPORE LIFE**

This announcement is made by Credit China FinTech Holdings Limited (“**Company**”) on a voluntary basis.

#### **INVESTMENT IN SINGAPORE LIFE**

The board of directors of the Company is pleased to announce that on 26 April 2017, Impact Capital Holdings Limited, an indirect wholly-owned subsidiary of the Company (“**Subsidiary**”), as investor, and the Company together with Ever Step Holdings Limited, a direct wholly-owned subsidiary of the Company (“**Ever Step**”) as guarantors to the Subsidiary, entered into a subscription and shareholders’ agreement (“**Subscription Agreement**”) with Singapore Life Pte. Ltd. (“**Singapore Life**”) and other shareholders or potential shareholders of Singapore Life, pursuant to which, among other matters, the Subsidiary has conditionally agreed to subscribe for new shares of Singapore Life at an aggregate subscription price of US\$21,300,000 (equivalent to \$165,714,000) (“**Investment**”) and the Company and Ever Step have conditionally agreed to guarantee to Singapore Life the due and punctual performance and observance by the Subsidiary of all of its obligations, commitments and undertakings under certain provisions of the Subscription Agreement (including the subscription for shares, payment of consideration and provision of additional finance). Upon completion of the Investment and the subscription of new shares by the other co-investors, the Subsidiary will be holding approximately 33.8% of the issued shares of Singapore Life and the Company will account Singapore Life as an associate. The Investment is conditional upon approval from the Monetary Authority of Singapore.

Completion of the Investment is expected to take place on or before the long stop date, which is 30 June 2017 or such later date as may be agreed in writing by the Subsidiary and other parties to the Subscription Agreement.

After completion of the Investment, Singapore Life will have a maximum of six directors. For so long as the Subsidiary holds at least 20% of the issued shares of Singapore Life, the Subsidiary shall have the right to appoint and maintain in office one person as a director and nominate one other person as an independent director of Singapore Life.

## **REASONS AND BENEFIT OF THE PROPOSED INVESTMENT**

Singapore Life has applied to the Monetary Authority of Singapore for a direct life insurance license. Subject to such approval and in due course, Singapore Life shall offer universal life products, standalone term insurance with associated riders, investment-linked plans and wrappers, and endowment assurance. The directors of the Company believe that the Investment represents a good opportunity for the Company to expand its fintech business into the insurance and wealth management sector and is in line with the Company's internationalisation strategy to expand outside China.

## **LISTING RULES IMPLICATIONS**

To the best of the knowledge, information and belief of the directors of the Company having made all reasonable enquiries, each of Singapore Life, the co-investors in Singapore Life and their ultimate beneficial owners is a third party independent of the Company and its connected persons.

As all of the relevant percentage ratios calculated under Rule 19.07 of the Rules Governing the Listing of Securities on the Growth Enterprise Market ("GEM") of The Stock Exchange of Hong Kong Limited ("GEM Listing Rules") in respect of the Investment are less than 5%, the Investment does not constitute a notifiable transaction of the Company under Chapter 19 of the GEM Listing Rules.

The Company issues this announcement on a voluntary basis. Where necessary, the Company will also issue further announcement(s) in accordance with the GEM Listing Rules.

**As the Investment is subject to fulfilment of various conditions precedent which may or may not be fulfilled, there is no assurance that the Investment will be completed. Accordingly, shareholders and/or potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.**

By order of the Board  
**Credit China FinTech Holdings Limited**  
**Phang Yew Kiat**  
*Vice-Chairman and Chief Executive Officer*

Hong Kong, 26 April 2017

*As at the date of this announcement, the Executive Directors are Mr. Phang Yew Kiat (Vice-Chairman and Chief Executive Officer), Mr. Chng Swee Ho and Mr. Sheng Jia; the Non-executive Directors are Mr. Li Mingshan (Chairman), Mr. Li Gang, Mr. Wong Sai Hung, Mr. Zhang Zhenxin and Ms. Zhou Youmeng; and the Independent Non-executive Directors are Mr. Ge Ming, Dr. Ou Minggang, and Dr. Yin Zhongli.*

*This announcement, for which the directors of the Company 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 of the Company, 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 GEM website ([www.hkgem.com](http://www.hkgem.com)) for at least 7 days from the date of its publication. This announcement will also be published on the website of the Company ([www.creditchina.hk](http://www.creditchina.hk)).*

*In the case of inconsistency, the English text of this announcement shall prevail over the Chinese text.*

*For illustration purposes and unless the context requires otherwise the translation of amounts denominated in US\$ in this announcement into HK\$ is calculated based on an exchange rate of US\$1.00 to HK\$7.78. Such translations should not be construed as a representation that the relevant amounts have been, could have been or could be, converted at any particular rate at all.*