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CONTINUING CONNECTED TRANSACTION TENANCY AGREEMENT

On 31 May 2013, an indirect wholly-owned subsidiary of the Company, Shiny Future Holdings Limited, as the Tenant entered into the Tenancy Agreement with Gahood Holding Company Limited as the Landlord, in respect of the leasing of the Premises for two years commencing from 1 June 2013 and expiring on 31 May 2015. Since the Landlord is a connected person of the Company, the Tenancy Agreement constitutes a continuing connected transaction of the Company under Chapter 14A of the Listing Rules.

One of the relevant applicable percentage ratios calculated pursuant to Rule 14.07 of the Listing Rules in respect of the annual consideration for the Tenancy Agreement is more than 5% but the percentage ratio is less than 25% and the consideration is less than HK\$10 million. Moreover, as all the other relevant applicable percentage ratios calculated pursuant to Rule 14.07 of the Listing Rules are more than 0.1% but less than 5%, the continuing connected transaction is subject to the reporting, announcement and annual review requirements pursuant to Rule 14A.34 of the Listing Rules, but is exempted from the independent shareholders' approval requirement.

TENANCY AGREEMENT

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

Date:	31 May 2013
Landlord:	Gahood Holding Company Limited, a company incorporated in Hong Kong and indirectly wholly-owned by Dr. Hui
Tenant:	Shiny Future Holdings Limited, a company incorporated in Hong Kong and an indirect wholly-owned subsidiary of the Company

Premises:	Office units 9 (portion), 10, 11 and 12 on the 19th Floor of China Merchants Tower, Shun Tak Centre, 168–200 Connaught Road Central, Sheung Wan, Hong Kong, with a total gross floor area of approximately 2,789 square feet
Term:	Two years commencing from 1 June 2013 and expiring on 31 May 2015
Rental:	HK\$180,000 per month (exclusive of rates, government rent, management fee and all Tenant's other outgoings) to be payable in advance on the first day of each calendar month

ANNUAL CAPS

The maximum annual rental payable by the Tenant to the Landlord under the Tenancy Agreement for each of the three years ending 31 December 2013, 2014 and 2015 are as follows:

	Year ending 31 December 2013 HK\$	Year ending 31 December 2014 HK\$	Year ending 31 December 2015 HK\$
Annual Caps	1,260,000	2,160,000	900,000

The above Annual Caps are determined with reference to the monthly rental stated in the Tenancy Agreement.

REASONS FOR AND BENEFITS OF THE TENANCY AGREEMENT

The Group has been using the Premises as the Group's principal place of business in Hong Kong since late November 2012 and the Landlord provided the Premises to the Group for its usage without charging any rental. Taking into account (i) the Directors consider that the location and space of the Premises are suitable for the Group's business operation and development; (ii) continued use of the Premises will allow the Group to save substantial time and costs from both the searching process for other possible premises and from the office relocation process, and (iii) reasonable rental terms agreed, the Tenant entered into the Tenancy Agreement with the Landlord.

The terms of the Tenancy Agreement have been negotiated on an arm's length basis between the Tenant and the Landlord and on normal commercial terms. The monthly rental of the Premises have been arrived at by reference to (i) area size and location of the Premises; (ii) the monthly market rent of the Premises as appraised by an independent valuer as at 7 May 2013; and (iii) the prevailing market conditions.

The Directors, including the independent non-executive Directors, consider that the Tenancy Agreement is entered into after arm's length negotiations, in the usual and ordinary course of business of the Company and on normal commercial terms which are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

Dr. Hui has a material interest in the Tenancy Agreement and has abstained from voting on the relevant Board resolutions approving the Tenancy Agreement and the transactions contemplated thereunder. Save as disclosed above, none of the Directors has a material interest in the transactions contemplated under the Tenancy Agreement and was required to abstain from voting on the relevant Board resolutions approving the Tenancy Agreement and the transactions contemplated thereunder.

LISTING RULES IMPLICATIONS

The Landlord is an indirect wholly-owned subsidiary of Dr. Hui, a Director. The Landlord is therefore a connected person of the Company under the Listing Rules and the Tenancy Agreement constitutes a continuing connected transaction of the Company for the purpose of the Listing Rules.

One of the relevant applicable percentage ratios calculated pursuant to Rule 14.07 of the Listing Rules in respect of the annual consideration for the Tenancy Agreement is more than 5% but the percentage ratio is less than 25% and the consideration is less than HK\$10 million. Moreover, as all the other relevant applicable percentage ratios calculated pursuant to Rule 14.07 of the Listing Rules are more than 0.1% but less than 5%, the continuing connected transaction is subject to the reporting, announcement and annual review requirements pursuant to Rule 14A.34 of the Listing Rules, but is exempted from the independent shareholders' approval requirement.

GENERAL

The Company is an investment holding company and the Group is principally engaged in the provision of financial services (including stock broking, futures and options broking, mutual funds and insurance-linked investment plans and products advising, securities margin financing and corporate finance advisory services) and oil and gas exploration and production.

The Landlord is principally engaged in investment holding and property investment. The Landlord is the registered owner of the Premises.

DEFINITIONS

In this announcement, the following expressions shall have the meanings set out below unless the context requires otherwise:

“Annual Caps”	the maximum annual rental payable by the Tenant to the Landlord under the Tenancy Agreement
“Board”	the board of Directors
“Company”	Hoifu Energy Group Limited, a company incorporated in Bermuda with limited liability, the issued Shares of which are listed on the Main Board of the Stock Exchange
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	director(s) of the Company

“Dr. Hui”	Dr. Hui Chi Ming, an executive Director
“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
“Landlord”	Gahood Holding Company Limited, a company incorporated in Hong Kong and indirectly wholly-owned by Dr. Hui
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Premises”	Office Units 9 (portion), 10, 11 and 12 on the 19th Floor of China Merchants Tower, Shun Tak Centre, 168–200 Connaught Road Central, Sheung Wan, Hong Kong, with a total gross floor area of approximately 2,789 square feet
“Shareholder(s)”	holder(s) of share(s) of HK\$0.1 each in the share capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Tenancy Agreement”	the tenancy agreement dated 31 May 2013 entered into between the Landlord and the Tenant in respect of the Premises
“Tenant”	Shiny Future Holdings Limited, a company incorporated in Hong Kong and an indirect wholly-owned subsidiary of the Company

By Order of the Board
Hoifu Energy Group Limited
Dr. Hui Chi Ming, G.B.S., J.P.
Chairman

Hong Kong, 31 May 2013

As at the date of this announcement, the Honorary Chairman and Senior Consultant of the Company is Dr. Yukio Hatoyama; the Board comprises five executive Directors, namely, Dr. Hui Chi Ming, G.B.S., J.P., Mr. Neil Bush, Dr. Chui Say Hoe, Mr. Lam Kwok Hing and Mr. Nam Kwok Lun; and three independent non-executive Directors, namely, Mr. Chen Weiming, Eric, Mr. Kwan Wang Wai, Alan and Mr. Ng Chi Kin, David.