

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**CONVOY FINANCIAL SERVICES HOLDINGS LIMITED**

**康宏理財控股有限公司**

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

**(Stock Code: 1019)**

**DISCLOSEABLE TRANSACTION:  
PROVISION OF THE LOAN**

**PROVISION OF THE LOAN**

The Board announces that, on 13 August 2013, the Loan Agreement was entered into between the Lender, Borrower and Guarantor, pursuant to which the Lender agreed to grant the Loan in the principal amount of HK\$33,000,000 to the Borrower for a term of five months. The Loan bears interest at a rate of 12% per annum.

**LISTING RULES IMPLICATION**

As the applicable percentage ratios calculated in accordance with Rule 14.07 of the Listing Rules are more than 5% but less than 25%, the grant of the Loan under the Loan Agreement constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules.

## PROVISION OF THE LOAN

The board (“**Board**”) of directors (“**Directors**”) of Convoy Financial Services Holdings Limited (“**Company**”, and together with its subsidiaries, the “**Group**”) announces that, on 13 August 2013, Convoy Collateral Limited (“**Lender**”), a wholly-owned subsidiary of the Company, as the lender, entered into a lump sum loan agreement (“**Loan Agreement**”) with Company A (“**Borrower**”) as the borrower and the ultimate holding company of the Borrower as the guarantor, which is a company incorporated in the Cayman Islands with limited liability (“**Guarantor**”) and the shares of which are listed on the Main Board of The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”), pursuant to which the Lender agreed to grant a loan (“**Loan**”) in the principal amount of HK\$33,000,000 to the Borrower for a term of five months. The Loan bears interest at a rate of 12% per annum.

### The Loan Agreement

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

Date	:	13 August 2013
Lender	:	Convoy Collateral Limited, a wholly-owned subsidiary of the Company, is a licensed money lender in Hong Kong Special Administrative Region of the People’s Republic of China (“ <b>Hong Kong</b> ”) under the Money Lenders Ordinance (Chapter 163 of the laws of Hong Kong).
Borrower	:	Company A, a company incorporated in Hong Kong with limited liability.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiry, (1) the Borrower is principally engaged in investment holding; and (2) the Borrower and its ultimate beneficial owner are third parties independent of the Company and not the connected persons (as defined in the Rules Governing the Listing of Securities on the Main Board of the Stock Exchange (“**Listing Rules**”) of the Company.

- Guarantor : The Guarantor, the shares of which are listed on the Main Board of the Stock Exchange, which is the ultimate holding company of the Borrower, has provided a corporate guarantee to the Lender for the repayment of the Loan and other sum payable under the Loan Agreement. The principal activity of the Guarantor is investment holding.
- Principal amount : HK\$33,000,000
- Drawdown Date : 13 August 2013
- Term : Five months commencing from the Drawdown Date
- Interest : Interest shall accrue at a rate of 12% per annum.
- Repayment : The Borrower shall repay the principal amount of the Loan and all accrued interests from the Drawdown Date on 13 January 2014, being the last day of the term of the Loan (“**Maturity Date**”).
- Prepayment : The Borrower may early repay the principal amount of the Loan and the accrued interests at any time during the term of the Loan by giving prior written notice before the Maturity Date.

The Loan provided to the Borrower was funded by the net proceeds from placing of the Company.

The terms of the Loan Agreement have been arrived at by the parties after arm’s length negotiation, having regard to the amount of the Loan.

## **REASONS FOR AND BENEFITS OF THE PROVISION OF THE LOAN**

The Directors consider that the granting of the Loan is in the Group’s ordinary and usual course of business, as the Lender, a wholly-owned subsidiary of the Company, is a licensed money lender in Hong Kong under the Money Lenders Ordinance (Chapter 163 of the laws of Hong Kong), of which money lending business is its principal business. Having considered the financial background of the Borrower and that additional interest income will be brought to the Group, the Directors consider that the interest rate and the terms of the Loan Agreement are on normal commercial terms and are fair and reasonable and in the interests of the Company and its shareholders as a whole.

## **INFORMATION ON THE GROUP**

The Group is principally engaged in the independent financial advisory business, money lending business and the proprietary investment business.

## **LISTING RULES IMPLICATION**

As the applicable percentage ratios calculated in accordance with Rule 14.07 of the Listing Rules are more than 5% but less than 25%, the grant of Loan under the Loan Agreement constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules.

On behalf of the Board  
**Convoy Financial Services Holdings Limited**  
**Wong Lee Man**  
*Chairman*

Hong Kong, 13 August 2013

*As at the date of this announcement, the executive Directors are Mr. Wong Lee Man (Chairman), Ms. Fong Sut Sam, Mr. Mak Kwong Yiu and Mr. Kwok Shun Tim and the independent non-executive Directors are Mrs. Fu Kwong Wing Ting, Francine, Dr. Wu Ka Chee, Davy and Mr. Ma Yiu Ho, Peter.*