

## **CONNECTED TRANSACTIONS**

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Our Group has entered into the following transaction which will continue after the [REDACTED] and constitute continuing connected transactions for our Company under Chapter 14A of the Listing Rules upon [REDACTED].

### **EXEMPT CONTINUING CONNECTED TRANSACTIONS**

#### **Head Office Tenancy Agreement**

Shenzhen Qianhai Yufa Technology Company Limited\*(深圳市前海宇發科技有限公司) (“**SZ Qianhai Yufa**”), an enterprise established under the laws of the PRC and wholly-owned by Mr. Ma, and Shenzhen Hengchang Sheng entered into a tenancy agreement on 1 February 2018 (the “**Tenancy Agreement**”) pursuant to which Shenzhen Hengchang Sheng leased from SZ Qianhai Yufa a property situated at Room 807-808, 8/F, Qianhai Zhuoyue Financial Center (Phase 1), Unit 2, Guiwan Area, Nanshan District, Shenzhen, the PRC (深圳市南山區桂灣片區二單元前海卓越金融中心(一期) 8樓807-808室 (the “**Property**”) with a total gross floor area of approximately 397 sq.m. for office use. The leasing of the Property will continue after the [REDACTED] pursuant to the Tenancy Agreement.

The term of the Tenancy Agreement is for a period of three years from 1 February 2018 to 31 January 2021 with a monthly rental of RMB59,550 (exclusive of management fees, utilities, network fees and other outgoings). For each of the years ending 31 December 2018, 2019 and 2020, the proposed annual caps for the tenancy are approximately RMB655,050, RMB714,600 and RMB714,600, respectively.

The rental payable under the Tenancy Agreement was determined at arm’s length negotiations between the parties with reference to prevailing market rent of the surrounding office premises in the vicinity of the Property. Our Directors (including our independent non-executive Directors) are of the view that the Tenancy Agreement has been entered into in the ordinary and usual course of business, on normal commercial terms that are fair and reasonable and in the interests of the Shareholders as a whole.

Mr. Ma is an executive Director and a Controlling Shareholder. Hence, Mr. Ma is a connected person of our Company under the Listing Rules. SZ Qianhai Yufa is wholly-owned by Mr. Ma and thus an associate of Mr. Ma. As such, SZ Qianhai Yufa is a connected person of our Company and the transactions under the Tenancy Agreement will constitute continuing connected transactions for our Company upon [REDACTED]. As the relevant percentage ratios (other than profits ratio) on an annual basis for the Tenancy Agreement are less than 5% and the annual consideration is less than HK\$3,000,000, the transactions under the Tenancy Agreement are fully exempt from independent Shareholders’ approval, annual review, and all disclosure requirements under Chapter 14A of the Listing Rules.