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國美金融科技有限公司
Gome Finance Technology Co., Ltd.

(Incorporated in Bermuda with limited liability)

(Stock Code: 628)

**CONNECTED TRANSACTION –
CORPORATE SOLUTIONS CONSULTATION SERVICE
AGREEMENT**

CORPORATE SOLUTIONS CONSULTATION SERVICE AGREEMENT

The Board hereby announces that on 21 December 2018 (after trading hours), Gome Rongtong and Gome Wangjin (an indirect wholly-owned subsidiary of the Company) entered into the Corporate Solutions Consultation Service Agreement pursuant to which Gome Wangjin will provide Gome Rongtong with certain technical consultation services for a consultation fee of RMB8,400,000 (equivalent to approximately HK\$9,514,100).

LISTING RULES IMPLICATIONS

As at the date of this announcement, Mr. Wong, being the husband of Ms. Du (a substantial Shareholder holding approximately 61.20% interest in the issued share capital of the Company), indirectly wholly-owns Gome Rongtong. As such, Gome Rongtong is regarded as an associate of Ms. Du, and hence regarded as a connected person of the Company for the purpose of Rule 14A.07 of the Listing Rules. Accordingly, the transaction contemplated under the Corporate Solutions Consultation Service Agreement constitutes connected transaction of the Company under Chapter 14A of the Listing Rules.

As one or more of the applicable percentage ratios set out in Rule 14.07 of the Listing Rules (other than the profits ratio) in respect of the connected transaction under the Corporate Solutions Consultation Service Agreement is more than 5% but less than 25% and the total consultation fee under the Corporate Solutions Consultation Service Agreement is less than HK\$10,000,000, such transaction is subject to the reporting, announcement and annual review requirements only and is exempt from the independent shareholders' approval requirement under Chapter 14A of the Listing Rules.

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Technical Consultation Services

The technical consultation services that will be provided by Gome Wangjin under the Corporate Solutions Consultation Service Agreement are the provision of overall business operations solutions consultations in relation to consumer finance, which comprise customers acquisition and customers management solutions consultation, retail risks management system solutions consultation and settlement system solutions consultation.

Consultation Fee

The consultation fee of RMB8,400,000 (equivalent to approximately HK\$9,514,100) is payable by Gome Rongtong to Gome Wangjin as follows:

- i. as to RMB2,000,000 (equivalent to approximately HK\$2,265,262) is payable within 5 working days after Gome Rongtong has confirmed that it has received the customers acquisition and customers management solutions report from Gome Wangjin;
- ii. as to RMB4,000,000 (equivalent to approximately HK\$4,530,524) is payable within 5 working days after Gome Rongtong has confirmed that it has received the retail risks management system solutions report from Gome Wangjin; and
- iii. as to RMB2,400,000 (equivalent to approximately HK\$2,718,314) is payable within 5 working days after Gome Rongtong has confirmed that it has received the settlement system solutions report from Gome Wangjin.

The consultation fee has been determined after arm's length negotiations between Gome Rongtong and Gome Wangjin, taking into account of the time, expertise and resources that Gome Wangjin will provide in relation to the technical consultation services.

REASONS FOR AND BENEFITS OF ENTERING INTO THE CORPORATE SOLUTIONS CONSULTATION SERVICE AGREEMENT

As a financial technology company, Gome Rongtong mainly assists financial institutions and micro-lending companies with the completion of financial products transaction. Due to the expansion of the business scale and the increasing demand from customers, the need for Gome Rongtong to upgrade its integrated financial technology solutions such as customers management solutions, risks management solutions and settlement system solutions has become increasingly prominent. As Gome Wangjin has been committed to the research and development in such areas and has extensive technical experience in the related field, after arm's length negotiations between Gome Rongtong and Gome Wangjin, it was decided that Gome Wangjin would provide to Gome Rongtong the integrated solutions for the abovementioned business operations for a consultation fee.

The Directors (including the independent non-executive Directors) are of the view that the transaction contemplated under the Corporate Solutions Consultation Service Agreement is in the interests of the Company and the Shareholders as a whole; on normal commercial terms or better and in the ordinary and usual course of business of the Group; and that the terms of the Corporate Solutions Consultation Service Agreement are fair and reasonable.

INFORMATION ON THE PARTIES INVOLVED

The Group

The Group is principally engaged in the provision of financial services, including the provision of commercial factoring services, real estate-backed loan services, personal property pawn loan services, other loans services, financial leasing services, and financial consulting services in the PRC and money lending services in Hong Kong.

Gome Rongtong

Gome Rongtong is principally engaged in the businesses of technology promotion, technology transfer, services consultation, corporate management, basis software services, application software services, etc.

Gome Wangjin

Gome Wangjin is principally engaged in the businesses of technology development, technology promotion, technical consultation, technology transfer, technology services and basic software and application services.

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None of the Directors has a material interest in the Corporate Solutions Consultation Service Agreement and therefore none of the Directors has abstained from voting on the relevant Board resolutions.

DEFINITIONS

Unless the context otherwise requires, capitalized terms used in this announcement shall have the following meanings:

“associate”	has the meaning ascribed to it under the Listing Rules
“Board”	the board of Directors
“Company”	Gome Finance Technology Co., Ltd., a company incorporated in Bermuda with limited liability, the shares of which are listed on the main board of the Stock Exchange (Stock Code: 628)
“connected person”	has the meaning ascribed to it under the Listing Rules

“Corporate Solutions Consultation Service Agreement”	the corporate solutions consultation service agreement dated 21 December 2018 entered into between Gome Rongtong and Gome Wangjin, pursuant to which Gome Wangjin will provide Gome Rongtong with certain technical consultation services
“Director”	the directors of the Company
“Gome Rongtong”	北京國美融通科技有限公司 (Beijing Gome Rongtong Technology Limited*), a limited liability company established under the laws of the PRC, which is indirectly wholly-owned by Mr. Wong
“Gome Wangjin”	國美網金(北京)科技有限公司 (Gome Wangjin (Beijing) Technology Co., Ltd.*,), a limited liability company established under the laws of the PRC, which is an indirect wholly-owned subsidiary of the Company
“Group”	the Company and its subsidiaries
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Mr. Wong”	Mr. Wong Kwong Yu (黃光裕先生), the husband of Ms. Du
“Ms. Du”	Ms. Du Juan (杜鵑女士), a substantial Shareholder holding approximately 61.20% interest in the issued share capital of the Company
“PRC”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholder”	the shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent.

For the purpose of this announcement, unless otherwise indicated, the exchange rates of RMB1.00=HK\$1.132631 have been used for currency translation, where applicable. Such exchange rates are for the purpose of illustration only and do not constitute a representation that any amounts in HK\$ have been, could have been or may be converted at such or any other rates or at all.

By order of the Board
Gome Finance Technology Co., Ltd.
Chen Wei
Executive Director

Hong Kong, 21 December 2018

As at the date of this announcement, the Company's executive Directors are Mr. Ding Donghua, Ms. Chen Wei and Mr. Chung Tat Fun; the non-executive Director is Ms. Wei Qiuli; and the independent non-executive Directors are Mr. Zhang Liqing, Mr. Li Liangwen, Mr. Hung Ka Hai Clement and Mr. Wan Jianhua.

* *for identification purpose only*