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**英皇資本集團有限公司**  
**Emperor Capital Group Limited**

(Incorporated in Bermuda with limited liability)  
(Stock Code: 717)

**DISCLOSEABLE TRANSACTION**

**PROVISION OF LOAN FACILITIES**

On 7 July 2023, the Lender entered into the Loan Agreements with the Borrowers in relation to the provision of the Loan Facilities up to an aggregate amount of HK\$22,500,000.

The transactions contemplated under the Loan Agreements constitute a discloseable transaction of the Company and are therefore subject to the announcement requirement but exempt from obtaining Shareholders' approval under Chapter 14 of the Listing Rules.

**INTRODUCTION**

The Board announces that on 7 July 2023, the Lender entered into the Loan Agreements with the Borrowers. A summary of the details is set out as follows:

	<b>Loan Agreement A</b>	<b>Loan Agreement B</b>	<b>Loan Agreement C</b>	<b>Loan Agreement D</b>	<b>Loan Agreement E</b>
<b>Date</b>	7 July 2023				
<b>Lender</b>	Emperor Finance				
<b>Borrower</b>	the Borrowers under the Loan Agreements				
<b>Amount of loan facility</b>	HK\$2,950,000	HK\$7,300,000	HK\$3,450,000	HK\$5,700,000	HK\$3,100,000
<b>Repayment Date</b>	Within 2 months from the date of drawdown				
<b>Interest</b>	15% per annum				

	<b>Loan Agreement A</b>	<b>Loan Agreement B</b>	<b>Loan Agreement C</b>	<b>Loan Agreement D</b>	<b>Loan Agreement E</b>
<b><i>Security for Loan Facility</i></b>	Loan Facility A is secured by a second mortgage over three residential units located in Kwun Tong, Kowloon, Hong Kong. Valuations on such properties were conducted by independent valuers with average value of the said properties being approximately HK\$7,325,000	Loan Facility B is secured by a second mortgage over four residential units located in Kwun Tong, Kowloon, Hong Kong and one residential unit located in Tseung Kwan O, New Territories, Hong Kong. Valuations on such properties were conducted by independent valuers with average value of the said properties being approximately HK\$27,700,000	Loan Facility C is secured by a second mortgage over three residential units and two car parking spaces located in Kwun Tong, Kowloon, Hong Kong. Valuations on such properties were conducted by independent valuers with average value of the said properties being approximately HK\$13,300,000	Loan Facility D is secured by a second mortgage over three industrial units and one car parking space located in Kwun Tong, Kowloon, Hong Kong. Valuations on such properties were conducted by independent valuers with average value of the said properties being approximately HK\$18,525,000	Loan Facility E is secured by a second mortgage over an industrial unit located in Kwun Tong, Kowloon, Hong Kong. Valuations on such property were conducted by independent valuers with average value of the said property being approximately HK\$7,800,000

Drawdown of the Loan Facilities is subject to, inter alia, satisfactory credit assessment on the Borrowers by the Lender. The Borrowers are required to provide the Lender with other securities as requested by the Lender from time to time.

## **INFORMATION OF THE BORROWERS**

Borrower I and Borrower II are property investors and Borrower II is the daughter of Borrower I. The Borrowers are connected or associated with each other under the Listing Rules.

To the best knowledge, information and belief of the Directors after having made all reasonable enquiries, the Borrowers are Independent Third Parties.

## **REASONS FOR ENTERING INTO THE LOAN AGREEMENTS**

The Company is an investment holding company and its subsidiaries are principally engaged in the provision of financial services, including (i) commercial and personal lending as well as margin and initial public offering financing; (ii) brokerage services, wealth management and asset management; (iii) placing and underwriting services for listed issuers; and (iv) corporate finance advisory services.

The Lender is a registered money lender holding a valid money lenders licence under the Money Lenders Ordinance (Chapter 163 of the Laws of Hong Kong) and is principally engaged in the business of money lending services. Provision of the Loan Facilities is a transaction carried out as part of the ordinary and usual course of business activities of the Group. The Loan Facilities are funded by internal resources of the Group.

The terms of the Loan Agreements were negotiated on arm's length basis between the Lender and the Borrowers and were on normal commercial terms based on the Group's credit policy. Taking into account the results of due diligence on the financial background, repayment ability of and the collaterals given by the Borrowers and the stable interest income expected to be generated from the Loan Facilities, the Directors consider that the terms of the Loan Agreements are fair and reasonable and the entering into of the same is in the interests of the Company and its Shareholders as a whole.

## **IMPLICATIONS UNDER THE LISTING RULES**

As the relevant percentage ratios (as defined under the Listing Rules) in respect of the aggregate amount of financial assistance granted to the Borrowers or their associates pursuant to the Loan Agreements exceed 5% but are under 25%, the transactions contemplated thereunder constitute a discloseable transaction of the Company and are therefore subject to the announcement requirement but exempt from obtaining Shareholders' approval under Chapter 14 of the Listing Rules.

## **DEFINITION**

“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Board” or “Directors”	board of directors of the Company
“Borrower I”	Ms. Yip Lai Ping, one of the borrowers under the Loan Agreements, being an Independent Third Party to the Company
“Borrower II”	Ms. Leung Ka Lam, one of the borrowers under the Loan Agreements, being an Independent Third Party to the Company
“Borrowers”	Borrower I and Borrower II
“Company”	Emperor Capital Group Limited, an exempted company incorporated in Bermuda with limited liability, the shares of which are listed on the Stock Exchange
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	Hong Kong Special Administrative Region of The People's Republic of China
“Independent Third Party(ies)”	person(s) (and in case of company(ies) and corporation(s), their ultimate beneficial owner(s)) who is/are not connected person(s) of the Company and is/are independent of and not connected with the Company and directors, chief executive, controlling shareholders and substantial shareholders of the Company or any of its subsidiaries or their respective associates

“Lender” or “Emperor Finance”	Emperor Finance Limited, a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Loan Agreement A”	the loan agreement dated 7 July 2023 entered into between the Lender and the Borrowers relating to the granting of Loan Facility A
“Loan Agreement B”	the loan agreement dated 7 July 2023 entered into between the Lender and the Borrowers relating to the granting of Loan Facility B
“Loan Agreement C”	the loan agreement dated 7 July 2023 entered into between the Lender and the Borrowers relating to the granting of Loan Facility C
“Loan Agreement D”	the loan agreement dated 7 July 2023 entered into between the Lender and the Borrowers relating to the granting of Loan Facility D
“Loan Agreement E”	the loan agreement dated 7 July 2023 entered into between the Lender and the Borrowers relating to the granting of Loan Facility E
“Loan Agreements”	Loan Agreement A, Loan Agreement B, Loan Agreement C, Loan Agreement D and Loan Agreement E
“Loan Facility A”	a loan facility in the amount of HK\$2,950,000 granted by the Lender to the Borrowers pursuant to the terms of Loan Agreement A
“Loan Facility B”	a loan facility in the amount of HK\$7,300,000 granted by the Lender to the Borrowers pursuant to the terms of Loan Agreement B
“Loan Facility C”	a loan facility in the amount of HK\$3,450,000 granted by the Lender to the Borrowers pursuant to the terms of Loan Agreement C
“Loan Facility D”	a loan facility in the amount of HK\$5,700,000 granted by the Lender to the Borrowers pursuant to the terms of Loan Agreement D
“Loan Facility E”	a loan facility in the amount of HK\$3,100,000 granted by the Lender to the Borrowers pursuant to the terms of Loan Agreement E
“Loan Facilities”	Loan Facility A, Loan Facility B, Loan Facility C, Loan Facility D and Loan Facility E
“percentage ratio(s)”	percentage ratio(s) as set out in Rule 14.07 of the Listing Rules to be applied for determining the classification of a transaction
“Shareholders”	holders of the ordinary shares of HK\$0.01 each in the issued share capital of the Company

“Stock Exchange”

The Stock Exchange of Hong Kong Limited

“%”

per cent.

By order of the Board of  
**Emperor Capital Group Limited**  
**Daisy Yeung**  
*Chairperson*

Hong Kong, 7 July 2023

As at the date of this announcement, the Board comprises:

*Executive Directors:*

Ms. Daisy Yeung  
Mr. Wong Chi Fai  
Ms. Fan Man Seung, Vanessa

*Independent Non-Executive Directors:*

Ms. Wan Choi Ha  
Mr. Wong Tak Ming, Gary  
Mr. Yu King Tin