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FINSOFT FINANCIAL INVESTMENT HOLDINGS LIMITED

匯財金融投資控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8018)

DISCLOSEABLE TRANSACTION – PROVISION OF LOAN

PROVISION OF THE LOAN

The Board announces that, after the trading hours on 23 December 2022, the Lender, an indirect wholly-owned subsidiary of the Company, entered into the Loan Agreement with the Borrower and the Guarantor, pursuant to which the Lender agreed to grant the Loan in the principal amount of HK\$2,800,000 to the Borrower from 23 December 2022 to 22 December 2024 at an interest rate of 8% per annum, and the Guarantor agreed to provide a guarantee in favour of the Lender as security for the Loan.

GEM LISTING RULES IMPLICATIONS

As one of the relevant applicable percentage ratios (as defined under the GEM Listing Rules) in respect of the Loan exceeds 5% but is less than 25%, the grant of the Loan under the Loan Agreement constitutes a discloseable transaction for the Company under Chapter 19 of the GEM Listing Rules and is subject to the notification and announcement requirements under Chapter 19 of the GEM Listing Rules.

PROVISION OF THE LOAN

The board (“**Board**”) of directors (“**Directors**”) of Finsoft Financial Investment Holdings Limited (“**Company**”, together with its subsidiaries, the “**Group**”) announces that, after the trading hours on 23 December 2022, Finsoft Finance Limited (“**Lender**”), an indirect wholly-owned subsidiary of the Company, as the lender, entered into a loan agreement (“**Loan Agreement**”) with Chunlin Group Limited (“**Borrower**”) as the borrower and InvesTech Holdings Limited (“**Guarantor**”) as the guarantor, pursuant to which the Lender agreed to grant a loan (“**Loan**”) in the principal amount of HK\$2,800,000 to the Borrower from 23 December 2022 to 22 December 2024 at an

* *For identification purposes only*

interest rate of 8% per annum, and the Guarantor agreed to provide a guarantee in favour of the Lender as security for the Loan. The principal terms of the Loan Agreement are summarised as below:

THE LOAN AGREEMENT

Date:	23 December 2022
Lender:	Finsoft Finance Limited, an indirect wholly-owned subsidiary of the Company
Borrower:	Chunlin Group Limited
Guarantor:	InvesTech Holdings Limited
Principal amount:	HK\$2,800,000
Term:	2 years, from 23 December 2022 to 22 December 2024
Interest:	8% per annum and payable quarterly
Repayment:	Subject to as otherwise provided in the Loan Agreement, the Borrower shall repay the Loan upon expiry of the term.
Prepayment:	The Borrower may at any time prepay all or part of the Loan and the accrued interests by giving prior written notice to the Lender.
Security:	Corporate guarantee provided by the Guarantor in favour of the Lender.

FUNDING OF THE LOAN

The Group financed the Loan with its internal resources.

INFORMATION ON THE GROUP AND THE LENDER

The Group is principally engaged in the provision of financial trading software solutions, provision of other IT and internet financial platforms services, money lending business and assets investments in Hong Kong. The Lender, being an indirect wholly-owned subsidiary of the Company, is a holder of a money lender licence under the Money Lenders Ordinance (Chapter 163 of the Laws of Hong Kong).

INFORMATION ON THE BORROWER AND THE GUARANTOR

The Borrower is a company incorporated in Hong Kong with limited liability, being an indirect wholly-owned subsidiary of the Guarantor. The principal activity of the Borrower is investment holding.

The Guarantor is a company incorporated in the Cayman Islands and continued in Bermuda with limited liability, the issued shares of which are listed on the Main Board of The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”) (stock code: 1087). The Guarantor is principally engaged in the provision of network system integration including the provision of network infrastructure solutions, network professional services and smart office software solutions, and the network equipment rental business.

Ms. Tin Yat Yu Carol (“**Ms. Tin**”), holding approximately 15.50% and 28.93% of the issued shares of the Guarantor and the Company respectively as at the date of this announcement, is a substantial shareholder (as defined under the Rules Governing the Listing of Securities on GEM of the Stock Exchange (“**GEM Listing Rules**”)) of each of the Guarantor and the Company. Ms. Tin is also the chairman of the Board and an executive director of each of the Guarantor and the Company.

Mr. Chan Sek Keung Ringo (“**Mr. Chan**”), holding approximately 17.70% and 5.37% of the issued shares of the Guarantor and the Company respectively as at the date of this announcement, is a substantial shareholder of the Guarantor. Mr. Chan is also the sole director of the Borrower, an executive director, the chairman of the board of directors and the chief executive officer of the Guarantor and a director of a number of subsidiaries of the Company.

To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, save as disclosed above, each of the Borrower, the Guarantor and their ultimate beneficial owners is a third party independent of the Company and its connected persons (as defined under the GEM Listing Rules).

REASONS FOR AND BENEFITS OF THE GRANT OF THE LOAN

The Directors are of the view that the grant of the Loan is in the course of the Group’s money lending business. The terms of the Loan Agreement (including the interest rate) have been arrived at by the Lender and the Borrower after arm’s length negotiation, having regard to the commercial practice and the amount and term of the Loan. Having considered the financial background of the Borrower and the Guarantor, and the interest income to be brought to the Group by the Loan, the Directors consider that the terms of the Loan Agreement are on normal commercial terms and are fair and reasonable and in the interest of the Company and its shareholders as a whole.

GEM LISTING RULES IMPLICATION

As one of the relevant applicable percentage ratios (as defined under the GEM Listing Rules) in respect of the Loan exceeds 5% but is less than 25%, the grant of the Loan under the Loan Agreement constitutes a discloseable transaction for the Company under Chapter 19 of the GEM Listing Rules and is subject to the notification and announcement requirements under Chapter 19 of the GEM Listing Rules.

On behalf of the Board
Finsoft Financial Investment Holdings Limited
Ms. Tin Yat Yu Carol
Chairman

Hong Kong, 23 December 2022

As at the date of this announcement, the Board consists of Ms. Tin Yat Yu Carol being an executive Director and the chairman of the Board, Mr. Chan Wai Lung being an executive Director and the chief executive officer of the Company, Ms. Lam Ching Yee and Ms. Lin Ting being the executive Directors, and Mr. Hon Ming Sang, Ms. Lee Kwun Ling, May Jean and Ms. Lo Wing Sze BBS, JP being the independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the website of the Stock Exchange at <https://www.hkexnews.hk> for a minimum period of seven days from the date of its publication and on the Company’s website at www.finsofthk.com.