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(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 8215)

DISCLOSEABLE TRANSACTION PROVISION OF FINANCIAL ASSISTANCE

PROVISION OF FINANCIAL ASSISTANCE

The Board is pleased to announce that on 17 April 2019, the Loan Agreement was entered into between the Lender, an indirect wholly-owned subsidiary of the Company, and the Borrower. Pursuant to the Loan Agreement, the Lender has agreed to grant the Loan in the principal amount of HK\$66,000,000 to the Borrower for a period of one year commencing from the date of the Loan Agreement at an interest rate of 8.5% per annum.

GEM LISTING RULES IMPLICATIONS

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

PROVISION OF FINANCIAL ASSISTANCE

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Summarised below are the principal terms of the Loan Agreement.

THE LOAN AGREEMENT

- Date : 17 April 2019.
- Lender : First Credit Limited, an indirect wholly-owned subsidiary of the Company.
- Borrower : A company incorporated in Hong Kong with limited liability, the shares of which are listed on the Main Board of the Stock Exchange. To the best knowledge, information and belief of the Directors having made all reasonable enquiries, the Borrower is an investment holding company and its subsidiaries are principally engaged in healthcare business and each of the Borrower and its ultimate beneficial owners is an Independent Third Party.

Principal Amount	:	HK\$66,000,000.
Interest	:	Interest shall accrue at a rate of 8.5% per annum and shall be paid on a quarterly basis.
Drawdown Date	:	17 April 2019.
Term	:	A period of one year commencing from the Drawdown Date.
Purpose of the Loan	:	Solely used to refinance the repayment of the Outstanding Principal Amount.
Maturity Date	:	The date falling on the first anniversary date of the Drawdown Date (if such date is not a business day in Hong Kong, the immediately following business day).
Repayment	:	Subject as otherwise provided in the Loan Agreement, the Borrower shall repay and/or settle the full amount of the Loan and the interest accrued thereon on the maturity date or on demand by the Lender upon occurrence of an Event of Default (as defined in the Loan Agreement), whichever occurs earlier.
Prepayment	:	The Borrower may, by giving prior written notice to the Lender, prepay before the maturity date all or part of the Loan and all accrued interests in respect of the sum prepaid in accordance with the terms of the Loan Agreement.
Share Charge	:	The Borrower as chargor has executed the Share Charge in favour of the Lender over certain shares in Charged Co A and Charged Co B, representing approximately 0.65% and approximately 2.06% of the total issued share capital of Charged Co A and Charged Co B respectively as at the date of the Share Charge, as continuing security for the payment, discharge and performance by the Borrower of all its obligations under the Loan Agreement.

FUNDING OF THE LOAN

The Loan is financed with the Group's internal resources.

INFORMATION OF THE GROUP AND THE LENDER

The Group is principally engaged in money lending business and securities trading business. The Group conducts money lending business solely in Hong Kong through the provision of unsecured loans and secured loans to customers, including individuals, corporations and foreign domestic workers. The Lender, being an indirect wholly-owned subsidiary of the Company, is a licensed money lender in Hong Kong under the Money Lenders Ordinance.

REASONS FOR THE GRANT OF THE LOAN

Taking into account the principal activities of the Group, the Directors consider that the grant of the Loan to the Borrower is in the ordinary and usual course of business of the Group.

The terms of the Loan Agreement (including the interest rate) are negotiated on an arm's length basis between the Lender and the Borrower, with reference to the commercial practice and the amount of the Loan. The Directors are of the view that the terms of the Loan Agreement are normal commercial terms entered into based on the Company's credit policy. The Borrower has paid all the interest accrued under the Previous Loan Agreements up to the date of the Loan Agreement. Taking into account the repayment record and track record of the Borrower, the value of the collateral and the revenue and cashflow stream expected from the interest

income, the Directors consider that the terms of the Loan Agreement are fair and reasonable and in the interests of the Company and its shareholders as a whole.

GEM LISTING RULES IMPLICATIONS

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

GENERAL

Trading in the shares of the Company has been suspended since 24 November 2017 pursuant to the direction of the Securities and Futures Commission of Hong Kong made under Section 8(1) of the Securities and Futures (Stock Market Listing) Rules (Chapter 571V of the Laws of Hong Kong) and will continue to be suspended until further notice. The Company will endeavour to resume trading in the shares as soon as practicable and further announcement(s) will be made by the Company as and when appropriate to keep its shareholders and potential investors informed.

DEFINITIONS

In this announcement, the following expressions have the following meanings:

“Board”	the board of Directors
“Borrower”	a company incorporated in Hong Kong with limited liability, the shares of which are listed on the Main Board of the Stock Exchange
“Charged Co A”	a company incorporated in Cayman Islands and continued in Bermuda with limited liability, the shares of which are listed on the Main Board of the Stock Exchange
“Charged Co B”	a company incorporated in Bermuda with limited liability, the shares of which are listed on the Main Board of the Stock Exchange
“Company”	First Credit Finance Group Limited, a company incorporated in the Cayman Islands and continued in Bermuda with limited liability, the shares of which are listed on GEM
“Director(s)”	the director(s) of the Company
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM, as amended from time to time
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong Dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Independent Third Party(ies)”	third party(ies) independent of the Company and its connected person(s) (having the meaning ascribed to it under the GEM Listing Rules)

“Lender”	First Credit Limited, a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company, being the lender under the Loan Agreement
“Loan”	the loan in the principal amount of HK\$66,000,000 granted to the Borrower under the Loan Agreement
“Loan Agreement”	the loan agreement dated 17 April 2019 entered into between the Lender and the Borrower in respect of the Loan
“Money Lenders Ordinance”	the Money Lenders Ordinance (Chapter 163 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“Outstanding Principal Amount”	an aggregate of HK\$66,000,000, representing the outstanding principal amount payable by the Borrower to the Lender under the Previous Loan Agreements
“Previous Loan Agreements”	collectively (i) the loan agreement dated 3 January 2017 entered into between the Lender and the Borrower in relation to a revolving loan facility in the principal amount of up to HK\$15,000,000; and (ii) the loan agreement dated 17 April 2018 entered into between the Lender and the Borrower in relation to a fixed loan in the principal amount of HK\$52,000,000
“Share Charge”	the share charge dated 17 April 2019 and executed by the Borrower as chargor in favour of the Lender over certain shares in Charged Co A and Charged Co B, representing approximately 0.65% and approximately 2.06% of the total issued share capital of Charged Co A and Charged Co B respectively as at the date of the Share Charge
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

For and on behalf of the Board
First Credit Finance Group Limited
Li Sin Hung Maxim
Chairman

Hong Kong, 17 April 2019

As at the date of this announcement, the Board comprises Mr. Li Sin Hung Maxim (Chairman), Ms. Xie Si, Ms. Cao Huifang and Mr. Wong Kai Lun as executive Directors; and Dr. Fung Kam Man, Mr. Wang Zhiwei, Mr. Chan Tung Tak Alain, Mr. Li Long and Mr. Choy Sze Chung Jojo as 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 GEM website at www.hkgem.com on the "Latest Company Announcements" page for at least 7 days from the date of its posting. This announcement will also be published and remains on the Company's website at www.fcfcg.com.hk.