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中達集團控股有限公司

CENTRAL WEALTH GROUP HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 139)

DISCLOSEABLE TRANSACTION: GRANT OF REVOLVING LOAN FACILITY

On 29 June 2021, Top Billion, a wholly owned subsidiary of the Company, as lender and Customer A as borrower entered into the Facility Letter pursuant to which Top Billion has agreed to grant the Loan in the amount of HK\$65,000,000 to Customer A for a term of three years from the Effective Date.

As one or more the applicable percentage ratios under the Listing Rules exceeds 5% but are less than 25%, the entering into of the Facility Letter constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules and is therefore subject to the reporting and announcement requirements under the Listing Rules.

On 29 June 2021, Top Billion, a wholly owned subsidiary of the Company, as lender and Customer A as borrower entered into the Facility Letter pursuant to which Top Billion has agreed to grant the Loan in the amount of HK\$65,000,000 to Customer A for a term of three years from the Effective Date. A summary of the principal terms of the Facility Letter is set out below.

THE FACILITY LETTER

Date: 29 June 2021

Parties:

- (1) Top Billion as lender
- (2) Customer A as borrower

Top Billion is a company incorporated in Hong Kong and is a wholly owned subsidiary of the Company.

Customer A is an individual and a Hong Kong citizen. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, Customer A is an Independent Third Party and is a merchant.

Pursuant to the Facility Letter, Top Billion has agreed to grant the Loan in the amount of HK\$65,000,000 to Customer A subject to and conditional upon the terms and conditions set out in the Facility Letter.

Principal:	HK\$65,000,000
Interest rate:	7% per annum
Term:	Three years commencing from the Effective Date
Collateral:	Pledge of property in Yau Tsim Mong District, Kowloon, Hong Kong with an independent valuation with an amount of HK\$85 million.

The Company is of the view that based on the valuation, the collateral would be sufficient to cover the Loan amount under the Facility Letter as at the date of this announcement. Based on the assessment of Top Billion, after considering the past credit records and backgrounds of Customer A in accordance with its credit policy together with the valuation of the property, the Company considers the credit risk relating to the entering into of the Facility Letter is relatively low.

Repayment:	The loan and other monies outstanding in connection with the facility shall be repaid in full on or before the final repayment date mentioned above.
Early repayment:	The borrower may at any time, without premium or penalty, prepay the loan in full by giving to the Lender not less than one (1) Business Day's prior written notice

Funding of the Loan

The Group will finance the Loan with its internal resources.

INFORMATION ON THE GROUP AND TOP BILLION

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

INFORMATION ON THE BORROWER

The borrower is an individual who is a repeat customer of the Group. To the best of the knowledge, information and belief of the Directors having made all reasonable enquiry, the borrower is an Independent Third Party.

REASONS FOR THE FACILITY LETTER

The granting of the Facility Letter is in the Lender's ordinary and usual course of business. The Directors are of the view that money lending business is one of the potential sectors for the future development of the Group's business. The Directors will explore further business opportunities in the money lending sector and develop the Group's customer's base as and when appropriate. Having considered the borrower's repayment record, the collaterals to be provided and the interest income to be earned by the Group, the Directors consider that the terms of the Facility Letter are on normal commercial terms and are fair and reasonable and in the interest of the Company and its shareholders as a whole.

LISTING RULES IMPLICATIONS

As one or more the applicable percentage ratios under the Listing Rules exceeds 5% but are less than 25%, the entering into of the Facility Letter constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules and is therefore subject to the reporting and announcement requirements under the Listing Rules.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings when used herein:

“Board”	the board of Directors
“Company”	Central Wealth Group Holdings Limited, a company incorporated in the Bermuda with limited liability the issued shares of which are listed on the Main Board of the Stock Exchange

“connected person”	has the meaning ascribed to it in the Listing Rules
“Customer A”	Lee Ming Pui, the borrower under the Facility Letter and an Independent Third Party
“Director(s)”	the director(s) of the Company
“Effective Date”	the effective date of the Facility Letter, i.e. 29 June 2021
“Facility Letter”	the loan facility letter dated 29 June 2021 and entered into between Top Billion as lender and Customer A as borrower in respect of the Loan
“Top Billion”	Top Billion Finance Limited, a company incorporated in Hong Kong with limited liability and an indirect wholly owned subsidiary of the Company and the lender under the Facility Letter
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Third Party(ies)”	any person(s) or company(ies) and their respective ultimate beneficial owner(s) whom, to the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, are third party(ies) independent of the Company and its connected persons in accordance with the Listing Rules
“Listing Rules”	The Rules Governing the Listing of Securities on the Stock Exchange
“Loan”	the secured loan in the principal amount of HK\$65,000,000 to be granted by Top Billion to Customer A under the Facility Letter
“Money Lenders Ordinance”	Money Lenders Ordinance (Chapter 163 of the laws of Hong Kong)
“PRC”	The People’s Republic of China
“Shareholders”	holders of the Shares

“Shares”	ordinary shares of HK\$0.01 each in the capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong

By order of the Board
Central Wealth Group Holdings Limited
Chen Xiaodong
Chairman

Hong Kong, 29 June 2021

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

Executive Directors

Mr. Chen Xiaodong (*Chairman*)
Mr. Xu Ke (*Chief Executive Officer*)
Mr. Yu Qingrui
Ms. Lam Hay Yin

Independent non-executive Directors

Mr. Kwok Chi Kwong
Mr. Wu Ming
Mr. Liu Hongwei