

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.

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 – EXTENSION OF LOAN

EXTENSION OF LOAN

The Board announces that, after the trading hours on 23 December 2024, the Lender, an indirect wholly-owned subsidiary of the Company, entered into the Supplemental Agreement with the Borrower and the Guarantor, pursuant to which the parties to the Supplemental Agreement agreed to extend the maturity date of the Loan in the principal amount of HK\$2,800,000 to 22 December 2026, with effect from 23 December 2024.

GEM LISTING RULES IMPLICATIONS

As one of the relevant applicable percentage ratios (as defined under the GEM Listing Rules) in respect of the Loan (as extended pursuant to the Supplemental Agreement) exceeds 5% but is less than 25%, the Loan (as extended pursuant to the Supplemental 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.

BACKGROUND

Reference is made to the announcement of Finsoft Financial Investment Holdings Limited (“**Company**”, together with its subsidiaries, the “**Group**”) dated 23 December 2022 in relation to a loan agreement (“**Loan Agreement**”) dated 23 December 2022 and entered into between Finsoft Finance Limited (“**Lender**”), an indirect wholly-owned subsidiary of the Company, as the lender, 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 interest rate of 8% per annum, and the Guarantor agreed to provide a guarantee in favour of the Lender as security for the Loan.

* *For identification purposes only*

EXTENSION OF LOAN

The board (“**Board**”) of directors (“**Directors**”) of the Company announces that, after the trading hours on 23 December 2024, the Lender, the Borrower and the Guarantor entered into a supplemental agreement to the Loan Agreement (“**Supplemental Agreement**”) pursuant to which the parties to the Supplemental Agreement agreed to extend the maturity date of the Loan in the principal amount of HK\$2,800,000 to 22 December 2026 (“**Extension**”), with effect from 23 December 2024. Save as aforesaid, all the other material terms and conditions of the Loan Agreement shall remain in full force and effect. The principal terms of the Loan Agreement (as amended and supplemented by the Supplemental Agreement) are summarised as below:

THE SUPPLEMENTAL AGREEMENT

Date:	23 December 2024
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:	23 December 2022 to 22 December 2026
Interest:	8% per annum and payable quarterly
Repayment:	Subject to as otherwise provided in the Loan Agreement (as amended and supplemented by the Supplemental 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 9.09% and 28.93% of the issued shares of the Guarantor and the Company respectively as at the date of this announcement, is a shareholder of the Guarantor and a substantial shareholder (as defined under the Rules Governing the Listing of Securities on GEM of the Stock Exchange (“**GEM Listing Rules**”)) of the Company. Ms. Tin is also the vice chairman of the board of directors and an executive director of the Guarantor and the chairman of the Board and an executive director of the Company.

Mr. Chan Sek Keung Ringo (“**Mr. Chan**”), holding approximately 10.38% and 1.34% 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 GEM Listing Rules) 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 and that Mr. Hon Ming Sang is an independent non-executive director of each of the Company and the Guarantor, each of the Borrower and 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 EXTENSION OF THE LOAN

The Directors are of the view that the Extension is in the course of the Group’s money lending business. The terms of the Supplemental Agreement 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 the term of the Loan. Having considered the financial background and repayment records of the Borrower and the guarantee provided by the Guarantor, and the interest income to be brought to the Group by the Loan, the Directors consider that the terms of the Supplemental Agreement are on normal commercial terms and are fair and reasonable and in the interests 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 (as extended pursuant to the Supplemental Agreement) exceeds 5% but is less than 25%, the Loan (as extended pursuant to the Supplemental 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 2024

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, Ms. Liu Mung Ting being an executive Director and the chief executive officer of the Company, Ms. Lin Ting being an executive Director, and Mr. Hon Ming Sang, Ms. Lee Kwun Ling, May Jean and Mr. Tang Shu Pui Simon 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 website of the Company at www.finsofthk.com.