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China Goldjoy Group Limited

中國金洋集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1282)

DISCLOSEABLE TRANSACTION RELATING TO THE PROVISION OF LOAN

On 16 June 2016, KB Credit, a non-wholly owned subsidiary of the Company, the Borrower and the Guarantor entered into the Loan Agreement in relation to the provision of the Loan.

As more than one of the applicable percentage ratios (as defined in the Listing Rules) in relation to the provision of the Loan exceed 5% but all applicable percentage ratios are less than 25%, the provision of the Loan constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules.

THE LOAN AGREEMENT

On 16 June 2016, KB Credit, the Borrower and the Guarantor entered into the Loan Agreement on the following terms and conditions:

Lender: KB Credit, a non-wholly owned subsidiary of the Company

Borrower: the Borrower

Guarantor: the Guarantor

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Borrower and the Guarantor are not connected persons of the Company as at the date of this announcement.

Principal amount of the Loan: HK\$300 million

Drawdown: Not more than three drawdowns commencing from the date of the Loan Agreement, and the first drawdown shall be for the amount of HK\$200 million

Interest:	The Loan carries interest at 1% per calendar month. The interest accrued on the amount of the Loan which has been drawdown shall be paid on a monthly basis
Maturity date:	The outstanding principal amount of the Loan shall be repaid in full on the date falling two years from the date of the first drawdown (or any other date that the Lender may agree)
Prepayment:	Each of KB Credit and the Borrower is entitled to demand the prepayment of all or part of the Loan which has been drawdown together with the interest accrued thereon by giving the other party 30 days' prior written notice (save as otherwise waived by the other party)
Default interest rate:	20% per annum
Security:	<ol style="list-style-type: none"> 1. the Loan will be secured by the Share Charge over the Secured Securities; and 2. the Guarantor has provided a personal guarantee in favour of KB Credit for the timely performance of all of the obligations of the Borrower under the Loan Agreement.

The terms of the Loan Agreement were arrived at after arm's length negotiations between KB Credit and the Borrower.

REASONS AND BENEFITS FOR THE PROVISION OF THE LOAN

The Group is principally engaged in the development of a range of high-technology products, trading and providing services with respect to automation related equipment, and strategic investment and development in technologies mainly relating to biometric security, high-speed wireless data transmission and communications, and securities investment.

KB Credit is a registered money lender and is principally engaged in business of providing loan and credit financing services in Hong Kong.

The Borrower is an investment holding company.

As disclosed in the annual report of the Company for the year ended 31 December 2015, the Group is currently implementing a series of strategic transformation measures and will identify appropriate investment opportunities in such areas as integrated financial services, asset management, new energy and emerging industries.

The provision of the Loan is in line with the Group's initiative in strategic transformation and the identification of investment opportunities in the financial services sector, the Loan will provide interest income for the Group. The Loan will be funded by internal resources of the Group.

Based on the above, the Directors consider that the Loan Agreement was entered under normal commercial terms and that the terms of the Loan Agreement are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

GENERAL

As more than one of the applicable percentage ratios (as defined in the Listing Rules) in respect of the provision of the Loan exceed 5% but all applicable percentage ratios are less than 25%, the provision of the Loan constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules.

DEFINITIONS

In this announcement, the following expressions shall have the meanings set out below unless the context requires otherwise:

“Board”	the board of the directors of the Company
“Borrower”	Amuse Peace Limited, a company incorporated in the British Virgin Islands with limited liability
“Company”	China Goldjoy Group Limited (中國金洋集團有限公司), a company incorporated in the Cayman Islands with limited liability and the Shares are listed on the Main Board of the Stock Exchange (Stock Code: 1282)
“connected person”	has the same meaning ascribed thereto under the Listing Rules
“Group”	the Company and its subsidiaries
“Guarantor”	An individual, being the sole shareholder of the Borrower as at the date of this announcement
“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“KB Credit”	KB Credit Limited (宏基信貸有限公司), a company incorporated in Hong Kong with limited liability and a non-wholly owned subsidiary of the Company
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Loan”	a loan with the principal amount of HK\$300 million
“Loan Agreement”	the agreement dated 16 June 2016 entered into between KB Credit and the Borrower in relation to the Loan

“Secured Shares”	2,750,000,000 shares of New Sports Group Limited, a company incorporated in the Cayman Islands with limited liability and the shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 299)
“Share Charge”	the share charge to be provided by the Borrower in favour of the KB Credit over the Secured Shares
“Share(s)”	share(s) of HK\$0.1 each in the share capital of the Company
“Shareholder(s)”	shareholder(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent.

By order of the board
China Goldjoy Group Limited
Yao Jianhui
Chairman and Chief Executive Officer

Hong Kong, 16 June 2016

As at the date of this announcement, the Board comprises three executive directors, namely Mr. Yao Jianhui, Mr. Feng Huiming and Mr. Li Minbin; one non-executive director, namely Mr. Huang Wei; and three independent non-executive directors, namely Mr. Wong Chun Bong, Professor Lee Kwok On, Matthew, and Mr. Lee Kwan Hung.