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中國金洋集團有限公司
CHINA GOLDJOY GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1282)

**DISCLOSEABLE TRANSACTION RELATING TO
THE PROVISION OF FINANCIAL ASSISTANCE**

On 28 December 2017, China Goldjoy Credit, a non-wholly owned subsidiary of the Company, entered into the Facility Letter with the Borrower and the Guarantor in relation to the provision of the Standby Facility by China Goldjoy Credit to the Borrower.

As one of the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the provision of the Standby Facility to the Borrower is more than 5% but all applicable percentage ratios are less than 25%, the provision of the Standby Facility 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.

As the amount of the Standby Facility does not exceed 8% of the assets ratio as defined under Rule 13.13 of the Listing Rules, the provision of the Standby Facility is not subject to the general disclosure obligations under Rule 13.15 of the Listing Rules.

THE PROVISION OF STANDBY FACILITY

The principal terms of the Facility Letter are summarized below.

Date:	28 December 2017
Lender:	China Goldjoy 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, each of the Borrower and the Guarantor is independent of and not connected with the Company and any of its connected persons as at the date of this announcement
Principal amount	Up to HK\$360,000,000

Drawdown:	The principal amount will be available for multiple drawdowns subject to the satisfaction of certain conditions as set out in the Facility Letter.
Drawdown date:	the date specified in the Drawdown Notice, or such later date as agreed between China Goldjoy Credit and the Borrower
Interest:	12% per annum, which shall be calculated on the actual number of days elapsed on the basis of a year of 365 days payable on a quarterly basis. The interest rate was concluded by the parties after arm-length negotiations with reference to the prevailing market interest rates of case of similar nature
Maturity date:	A date falling on the twelfth (12th) month after the date of each drawdown
Prepayment:	Permitted with one (1) days prior written notice to China Goldjoy Credit and without premium or penalty
Default interest rate:	12% per annum
Security:	<ol style="list-style-type: none"> 1. Prior to the utilization of the Standby Facility, the Guarantor shall deposit a total cash sum of HK\$200,000,000 into the Designated Securities Account. All shares, securities, credit balance and all other rights and benefits derived therefrom from time to time held in the Designated Securities Account shall at all times be charged to China Goldjoy Credit by way of first legal charge as continuing security for all the Standby Facility, interest and other monies (if any) due and payable by the Borrower under the Facility Letter until the Standby Facility has been repaid in full. 2. the Guarantor has provided personal guarantees in favour of China Goldjoy Credit for the timely performance of all of the obligations of the Borrower under the Facility Letter.

The terms of the Facility Letter were arrived at after arm's length negotiations between China Goldjoy Credit and the Borrower. The provision of the Standby Facility will be funded by internal resources of the Group.

REASONS AND BENEFITS FOR THE PROVISION OF THE STANDBY FACILITY

The Company is an investment holding company. The Group is principally engaged in financial services, automation, manufacturing, securities investment and property investment and development. China Goldjoy Credit is a registered money lender and is principally engaged in business of providing loan and credit financing services in Hong Kong. The provision of the Standby Facility under the Facility Letter to the Borrower is being carried out by China Goldjoy Credit in its usual and ordinary course of business.

The Borrower is engaged in investment holding.

Taking into account that the provision of the Standby Facility will be secured and will provide an interest income to the Group, the Board considers that the Facility Letter was entered under normal commercial terms and that the terms of the Facility Letter are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

GENERAL

As one of the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the provision of the Standby Facility to the Borrower is more than 5% but all applicable percentage ratios are less than 25%, the provision of the Standby Facility 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.

As the amount of the Standby Facility does not exceed 8% of the assets ratio as defined under Rule 13.13 of the Listing Rules, the provision of the Standby Facility is not subject to the general disclosure obligations under Rule 13.15 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”	Grand Luxe Limited, a company incorporated in the British Virgin Islands with limited liability. It is an investment holding company
“China Goldjoy Credit”	China Goldjoy Credit Limited (中國金洋信貸有限公司), a company incorporated in Hong Kong with limited liability and a non-wholly owned subsidiary of the Company
“China Goldjoy Securities”	China Goldjoy Securities Limited (中國金洋證券有限公司), a company incorporated in Hong Kong with limited liability and a non-wholly owned subsidiary of the Company
“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
“Designated Securities Account”	the securities account held with China Goldjoy Securities in the name of the Borrower
“Drawdown Notice”	a notice to be given by the Borrower to China Goldjoy Credit requesting drawdown
“Facility Letter”	the facility letter dated 28 December 2017 entered into between China Goldjoy Credit, the Borrower and the Guarantor in respect of the Standby Facility

“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
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Share(s)”	share(s) of HK\$0.1 each in the share capital of the Company
“Shareholder(s)”	shareholder(s) of the Company
“Standby Facility”	the standby loan facility of up to the maximum amount of HK\$360,000,000, to be provided by China Goldjoy Credit to the Borrower under the Facility Letter
“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, 28 December 2017

As at the date of this announcement, the Board comprises three executive directors, namely Mr. Yao Jianhui, Mr. Li Minbin and Mr. Zhang Chi; 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.