

Term:	:	three years commencing from 1 April 2017 to 31 March 2020 (both days inclusive)
Rent:	:	HK\$335,000.00 per month, exclusive of rates, management fees and all other outgoings but inclusive of Government rent, payable monthly in advance
Rent free:	:	1 month and 15 days from 1 April 2017 to 15 May 2017 (both days inclusive)
Effective Rent	:	HK\$321,191.76 per month
Deposit	:	HK\$1,239,514.20 which is equivalent to three months' rent, management fee and rates

AGGREGATE ANNUAL CAP OF THE TENANCY AGREEMENT AND THE PREVIOUS TENANCY AGREEMENTS

The Aggregate Annual Cap of the Company for the Tenancy Agreement and the Previous Tenancy Agreements (which are aggregated under Rule 14A.81 of the Listing Rules) based on the total annual effective rental paid / payable thereunder by the Company for each of the years ending 30 September 2017, 2018, 2019 and 2020 will be as follows:

	2017 <i>HK\$</i>	2018 <i>HK\$</i>	2019 <i>HK\$</i>	2020 <i>HK\$</i>
Tenancy Agreement	1,928,000	3,855,000	3,855,000	1,928,000
First Previous Tenancy Agreement	1,797,000	-	-	-
Second Previous Tenancy Agreement	1,146,000	573,000	-	-
Third Previous Tenancy Agreement	562,000	281,000	-	-
Total	<u>5,433,000</u>	<u>4,709,000</u>	<u>3,855,000</u>	<u>1,928,000</u>

REASONS AND BENEFITS FOR THE TENANCY AGREEMENT

The Company is an investment holding company and its subsidiaries are principally engaged in the provision of financial services in Hong Kong, including (i) commercial and personal lending as well as margin and initial public offering financing; (ii) brokerage, wealth management and asset management; (iii) placing and underwriting services for listed issuers; and (iv) corporate finance advisory services. Profit Broad is principally engaged in the provision of group tenancy agent services for the Company and its subsidiaries.

Emperor International is an investment holding company and its subsidiaries are principally engaged in property investments, property development and hospitality in the Greater China and overseas. The Property is held by Very Sound as investment property for rental income.

The terms of the Tenancy Agreement were arrived at after arm's length negotiation and the rental was determined with reference to the prevailing market rent of similar properties in the nearby locations. The Directors (including the independent non-executive directors) considered that the terms of the Tenancy Agreement are fair and reasonable and the transaction is on normal commercial terms, in the ordinary and usual course of business and in the interests of the Company and its shareholders as a whole. Ms. Daisy Yeung, the Managing Director of the Company, did abstain from voting at the board meeting of the Company in view of her deemed interests in the transaction by virtue of being one of the eligible beneficiaries of the AY Trust.

GENERAL

Very Sound is an indirect wholly-owned subsidiary of Emperor International. Profit Broad is an indirect wholly-owned subsidiary of the Company. Emperor International and the Company are both indirectly controlled by the AY Trust. As such, Profit Broad is a connected person of Emperor International whilst Very Sound is connected person of the Company under Chapter 14A of the Listing Rules. Accordingly, the Tenancy Agreement constitutes a continuing connected transaction for the Company.

As one of the applicable percentage ratios (as defined in the Listing Rules) on an annual basis calculated with reference to the Aggregate Annual Cap of the Company is more than 0.1% but less than 5%, the Tenancy Agreement is subject to the announcement, reporting and annual review requirements, but exempt from the shareholders' approval of the Company under Chapter 14A of the Listing Rules.

TERMS USED IN THIS ANNOUNCEMENT

“Active Pace”	Active Pace Investment Limited, a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of Emperor International
“Aggregate Annual Cap”	the maximum amount of effective rental paid / payable by the Company under the Tenancy Agreement and the Previous Tenancy Agreements for each of the years ending 30 September 2017, 2018, 2019 and 2020 based on the total annual effective rental paid / payable thereunder
“AY Trust”	The Albert Yeung Discretionary Trust, a discretionary trust set up by Dr. Yeung Sau Shing, Albert
“Board” or “Directors”	the board of the directors of the Company
“Company”	Emperor Capital Group Limited, an exempted company incorporated in Bermuda with limited liability, the shares of which are listed on the Stock Exchange

“Emperor International”	Emperor International Holdings Limited, an exempted company incorporated in Bermuda with limited liability, the shares of which are listed on the Stock Exchange (Stock Code : 163)
“First Previous Tenancy Agreement”	a tenancy agreement dated 31 March 2014 entered into between Very Sound as landlord and Profit Broad as tenant in relation to the tenancy of the Property for the period from 1 April 2014 to 31 March 2017 (both days inclusive), details of which were set out in the announcement of the Company dated 31 March 2014
“Headwise”	Headwise Investment Limited, a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of Emperor International
“HK\$”	Hong Kong dollars
“Listing Rules”	The Rules Governing the Listing of Securities on the Stock Exchange
“Previous Tenancy Agreements”	the First Previous Tenancy Agreement, the Second Previous Tenancy Agreement and the Third Previous Tenancy Agreement
“Profit Broad”	Profit Broad Development Limited, a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company
“Property”	24/F, Emperor Group Centre, 288 Hennessy Road, Wanchai, Hong Kong with gross floor area of 9,323 sq. ft.
“Second Previous Property”	Units 603 & 604, 6/F, Emperor Group Centre, 288 Hennessy Road, Wanchai, Hong Kong with gross floor area of 3,081 sq. ft.
“Second Previous Tenancy Agreement”	a tenancy agreement dated 31 March 2016 entered into between Headwise as landlord and Profit Broad as tenant in relation to the tenancy of the Second Previous Property for the period from 1 April 2016 to 31 March 2018 (both days inclusive), details of which were set out in the joint announcement of Emperor International and the Company dated 1 April 2016
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Third Previous Property ”	Unit 606, 6/F, Emperor Group Centre, 288 Hennessy Road, Wanchai, Hong Kong with gross floor area of 1,510 sq. ft.
“Third Previous Tenancy Agreement”	a tenancy agreement dated 31 March 2016 entered into between Active Pace as landlord and Profit Broad as tenant

in relation to the renewal of tenancy of the Third Previous Property for the period from 1 April 2016 to 31 March 2018 (both days inclusive), details of which were set out in the joint announcement of Emperor International and the Company dated 1 April 2016

“sq. ft.”	square feet
“Tenancy Agreement”	a tenancy agreement dated 30 March 2017 entered into between Very Sound as landlord and Profit Broad as tenant in relation to the tenancy of the Property
“Very Sound”	Very Sound Investments Limited, a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of Emperor International
“%”	per cent

By order of the board
Emperor Capital Group Limited
Daisy Yeung
Managing Director

Hong Kong, 30 March 2017

As at the date hereof, the Board comprises:

<i>Executive Directors:</i>	Ms. Daisy Yeung Mr. Chan Shek Wah Ms. Choi Suk Hing, Louisa Ms. Pearl Chan
<i>Independent Non-Executive Directors:</i>	Mr. Chu Kar Wing Mr. Poon Yan Wai Ms. Wan Choi Ha