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**英皇資本集團有限公司**  
**Emperor Capital Group Limited**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 717)**

**DISCLOSEABLE TRANSACTION**

**PROVISION OF LOAN FACILITIES**

On 8 June 2023, the Lender entered into Loan Agreement B with the Borrower in relation to the provision of Loan Facility B up to HK\$14,000,000.

Within a period of 12 months immediately preceding and up to the date of Loan Agreement B, the Lender had entered into Loan Agreement A with the Borrower in relation to the provision of Loan Facility A up to HK\$14,000,000. This series of transaction with the Borrower after aggregation constitutes a discloseable transaction of the Company and is therefore subject to the announcement requirement but exempt from obtaining Shareholders' approval under Chapter 14 of the Listing Rules.

**INTRODUCTION**

The Board announces that on 8 June 2023, the Lender entered into Loan Agreement B with the Borrower. A summary of the details is set out as follows:-

**Loan Agreement B**

<i>Date</i>	:	8 June 2023
<i>Lender</i>	:	Emperor Finance
<i>Borrower</i>	:	the Borrower
<i>Amount of Loan Facility B</i>	:	up to HK\$14,000,000
<i>Repayment Date</i>	:	within 12 months from the date of drawdown

*Interest* : (i) 23.5% per annum for the 1st month upon the date of drawdown  
(ii) 11.5% per annum for the 2nd to 12th month upon the date of drawdown

*Security for Loan Facility B* : Loan Facility B is secured by a first mortgage over a residential unit located in Shatin, Hong Kong. Valuations on such property were conducted by independent valuers on 17 May 2023 with average value of the said property being approximately HK\$20,690,000

Within a period of 12 months immediately preceding and up to the date of Loan Agreement B, the Lender entered into Loan Agreement A with the Borrower. A summary of the details is set out as follows:-

### **Loan Agreement A**

*Date* : 29 May 2023

*Lender* : Emperor Finance

*Borrower* : the Borrower

*Amount of Loan Facility A* : up to HK\$14,000,000

*Repayment Date* : within 12 months from the date of drawdown

*Interest* : (i) 23.5% per annum for the 1st month upon the date of drawdown  
(ii) 11.5% per annum for the 2nd month to 12th month upon the date of drawdown

*Security for Loan Facility A* : Loan Facility A is secured by a first mortgage over another residential unit located in Shatin, Hong Kong. Valuations on such property were conducted by independent valuers on 27 April 2023 with average value of the said property being approximately HK\$20,640,000

Drawdown of the Loan Facilities is subject to, inter alia, satisfactory credit assessment on the Borrower by the Lender. The Borrower is required to provide the Lender with other securities as requested by the Lender from time to time.

### **INFORMATION OF THE BORROWER**

The Borrower engages in property business. To the best knowledge, information and belief of the Directors after having made all reasonable enquiries, the Borrower is an Independent Third Party and not connected with the Company under the Listing Rules.

## **REASONS FOR ENTERING INTO THE LOAN AGREEMENTS**

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

The Lender is a registered money lender holding a valid money lenders licence under the Money Lenders Ordinance (Chapter 163 of the Laws of Hong Kong) and is principally engaged in the business of money lending services. Provision of the Loan Facilities is a transaction carried out as part of the ordinary and usual course of business activities of the Group. The Loan Facilities are funded by internal resources of the Group.

The terms of the Loan Agreements were negotiated on arm's length basis between the Lender and the Borrower and were on normal commercial terms based on the Group's credit policy. Taking into account the results of due diligence on the financial background, repayment ability of and the collaterals given by the Borrower and the stable interest income generated / expected to be generated from the Loan Facilities, the Directors consider that the terms of the Loan Agreements are fair and reasonable and the entering into of the same is in the interests of the Company and its Shareholders as a whole.

## **IMPLICATIONS UNDER THE LISTING RULES**

As the relevant percentage ratios (as defined under the Listing Rules) in respect of the aggregate amount of financial assistance granted to the Borrower within a period of 12 months immediately preceding and up to the date of Loan Agreement B exceed 5% but are under 25%, the transactions contemplated under the Loan Agreements constitute a discloseable transaction of the Company and is therefore subject to the announcement requirement but exempt from obtaining Shareholders' approval under Chapter 14 of the Listing Rules.

## **DEFINITIONS**

“associate”	has the meaning ascribed to it under the Listing Rules
“Board” or “Directors”	board of directors of the Company
“Borrower”	Ms. Lam Choi Kuen, the borrower under the Loan Agreements and an Independent Third Party to 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
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	Hong Kong Special Administrative Region of The People's Republic of China

“Independent Third Party(ies)”	person(s) (and in case of company(ies) and corporation(s), their ultimate beneficial owner(s)) who is/are not connected person(s) of the Company and is/are independent of and not connected with the Company and directors, chief executive, controlling shareholders and substantial shareholders of the Company or any of its subsidiaries or their respective associates
“Lender” or “Emperor Finance”	Emperor Finance Limited, a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Loan Agreement A”	the loan agreement dated 29 May 2023 entered into between the Lender and the Borrower relating to the granting of Loan Facility A
“Loan Agreement B”	the loan agreement dated 8 June 2023 entered into between the Lender and the Borrower relating to the granting of Loan Facility B
“Loan Agreements”	Loan Agreement A and Loan Agreement B
“Loan Facility A”	the loan facility in the amount up to HK\$14,000,000 granted by the Lender to the Borrower pursuant to the terms of Loan Agreement A
“Loan Facility B”	the loan facility in the amount up to HK\$14,000,000 granted by the Lender to the Borrower pursuant to the terms of Loan Agreement B
“Loan Facilities”	Loan Facility A and Loan Facility B
“percentage ratio(s)”	percentage ratio(s) as set out in Rule 14.07 of the Listing Rules to be applied for determining the classification of a transaction
“Shareholders”	holders of the ordinary shares of HK\$0.01 each in the issued share capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent

By order of the Board of  
**Emperor Capital Group Limited**  
**Daisy Yeung**  
*Chairperson*

Hong Kong, 8 June 2023

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

*Executive Directors:*

Ms. Daisy Yeung  
Mr. Wong Chi Fai  
Ms. Fan Man Seung, Vanessa

*Independent Non-Executive Directors:*

Ms. Wan Choi Ha  
Mr. Wong Tak Ming, Gary  
Mr. Yu King Tin