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## **Mason Financial Holdings Limited**

**民信金控有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 273)**

### **VOLUNTARY ANNOUNCEMENT BUSINESS UPDATE**

This announcement is made by Mason Financial Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) on a voluntary basis. The purpose of this announcement is to keep the shareholders of the Company and potential investors informed of the latest business development of the Group.

As disclosed in the announcement of the Company dated 22 September 2016, the Company has raised funds from the subscription of new shares under general mandate by the subscriber, which was completed on 5 October 2016. It was disclosed in the announcement of the Company dated 22 September 2016 that the Group is under discussion regarding a potential investment in a company engaging in the provision of property mortgage services business in the Hong Kong market.

The board of directors of the Company (the “**Director(s)**”) is pleased to announce that on 6 October 2016 (after trading hours), the Company has, through its indirect non-wholly-owned subsidiary (a company established to conduct the lending and financing services business of the Group) (the “**Subscriber**”), entered into a conditional subscription and capitalisation agreement (the “**Subscription Agreement**”), pursuant to which, among other things, the Subscriber has conditionally agreed to subscribe for new ordinary shares of a company (“**Target Company**”) (“**Target Share(s)**”) (representing 43% of the issued share capital of the Target Company as enlarged by the allotment and issue of new Target Shares pursuant to the Subscription Agreement) for a total consideration of HK\$35,250,000 (the “**Subscription**”).

In connection with the Subscription, on 6 October 2016 (after trading hours), the Company has, through the Subscriber, also entered into a sale and purchase agreement with one of the shareholders of the Target Company, pursuant to which the Subscriber has conditionally agreed to purchase and the shareholder has conditionally agreed to sell all 20 Target Shares (representing 4% of the issued share capital of the Target Company as enlarged by the allotment and issue of new Target Shares pursuant to the Subscription Agreement) at nominal value held by it to the Subscriber for a total consideration of HK\$20 (the “**Acquisition**”).

Completion of the Subscription and the Acquisition took place on 7 October 2016 and consideration under each of the Subscription and Acquisition has been paid by the Subscriber at completion.

Upon completion of the Subscription and the Acquisition, (i) the Subscriber has become interested in 47% of the issued share capital of the Target Company as enlarged by the allotment and issue of new Target Shares pursuant to the Subscription Agreement; and (ii) through an arrangement with one of the shareholders of the Target Company, the Subscriber has an aggregate of 51% of the voting rights of the Target Company.

The Target Company is a company incorporated in Hong Kong with limited liability. The Target Company, through third parties independent of the Company and its connected persons, is engaged in the provision of property mortgage loan and securitisation businesses in Hong Kong. The investment into the Target Company is in line with the growth strategy of the Group and a step towards developing and expanding the scope of its lending and financing services business of the Group.

To the best of knowledge, information and belief of the Directors after having made all reasonable enquiries, the Target Company and its ultimate beneficial owners were third parties independent of the Company and its connected persons immediately before the Completion of the Subscription and the Acquisition.

On behalf of the Board  
**Mason Financial Holdings Limited**  
**Ko Po Ming**  
*Joint Chairman & Chief Executive Officer*

Hong Kong, 7 October 2016

*As at the date of this announcement, the board of Directors comprises:*

*Executive Directors:*

Mr. Ko Po Ming (*Joint Chairman and Chief Executive Officer*)  
Mr. Chang Tat Joel  
Mr. Man Wai Chuen  
Ms. Lui Choi Yiu, Angela

*Non-executive Directors:*

Mr. Tong Tang, Joseph (*Joint Chairman*)  
Ms. Hui Mei Mei, Carol

*Independent Non-executive Directors:*

Mr. Lam Yiu Kin  
Mr. Yuen Kwok On  
Mr. Tian Ren Can