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TCL MULTIMEDIA TECHNOLOGY HOLDINGS LIMITED

TCL 多媒體科技控股有限公司

(the "Company")

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 01070)

**CONTINUING CONNECTED TRANSACTIONS
MASTER FINANCIAL SERVICES (2017 RENEWAL) AGREEMENT
AND
MAJOR TRANSACTIONS
FOR THE DEPOSIT SERVICES AND FINANCING SERVICES AND
ADVANCES TO AN ENTITY IN RESPECT OF
THE DEPOSIT SERVICES UNDER THE
MASTER FINANCIAL SERVICES (2017 RENEWAL) AGREEMENT**

INTRODUCTION

The Board is pleased to announce that the Company had on 21 March 2017 entered into the Master Financial Services (2017 Renewal) Agreement with TCL Corporation, Finance Company and Finance Company (HK), pursuant to which:

- (1) any TCL Multimedia Qualified Member may from time to time and in its absolute discretion:
 - (a) deposit money with Finance Company or Finance Company (HK);
 - (b) request any Financing Services from TCL Financial Services Associates;
 - (c) request TCL Financial Services Associates to provide Other Financial Services; and
- (2) any member of the Group may from time to time and in its absolute discretion provide Promotion Services to and receive Promotion Fee from TCL Financial Services Associates.

Whilst the Master Financial Services (2017 Renewal) Agreement is in substance renewal of the existing Master Financial Services (2014 Renewal) Agreement and the transactions contemplated thereunder are substantially similar in nature, the major differences between the Master Financial Services (2014 Renewal) Agreement and the Master Financial Services (2017 Renewal) Agreement are that under the Master Financial Services (2017 Renewal) Agreement (as compared to the Master Financial Services (2014 Renewal) Agreement):

- (1) TCL Multimedia Qualified Members may deposit money with Finance Company (HK) in addition to Finance Company;
- (2) The scope of eligible service providers is expanded so that not only Finance Company but also other TCL Financial Services Associates may provide the services contemplated under the Master Financial Services (2017 Renewal) Agreement to TCL Multimedia Qualified Members; and
- (3) TCL Multimedia Qualified Members may provide the Promotion Services to TCL Financial Services Associates and receive a Promotion Fee.

Upon the coming into effect of the Master Financial Services (2017 Renewal) Agreement, the Master Financial Services (2014 Renewal) Agreement would be terminated.

LISTING RULES IMPLICATIONS

TCL Corporation, the ultimate controlling shareholder of the Company, currently holds approximately 52.12% of the issued share capital of the Company and is a connected person of the Company under the Listing Rules. Finance Company and Finance Company (HK) being subsidiaries of TCL Corporation, are also connected persons of the Company. Therefore, the transactions contemplated under the Master Financial Service (2017 Renewal) Agreement therefore constitute continuing connected transactions.

None of the Directors is considered as having a material interest in the transactions contemplated under the Master Financial Services (2017 Renewal) Agreement. Therefore, all the Directors are entitled to vote on the Board resolution for considering and approving the Master Financial Services (2017 Renewal) Agreement pursuant to the Company's articles of association.

As one or more of the applicable percentage ratios (other than the profits ratio) with reference to the annual caps of the Master Financial Service (2017 Renewal) Agreement exceed 5%, the continuing connected transactions contemplated thereunder are subject to the reporting, announcement, Independent Shareholders' approval and annual review requirements under Chapter 14A of the Listing Rules.

As the applicable percentage ratios in relation to the Deposit Services and Financing Services under the Master Financial Services (2017 Renewal) Agreement exceed 25% and the assets ratio of the Deposit Services exceeds 8%, in addition to being continuing connected transactions, the Deposit Services and Financing Services also constitute major transactions of the Company and are subject to the relevant major transaction requirements under Chapter 14 of the Listing Rules; and the Deposit Services further constitute advances to an entity and are subject to the relevant disclosure requirements under Chapter 13 of the Listing Rules.

An Independent Board Committee has been established to advise the Independent Shareholders on the terms and the proposed caps of the Master Financial Service (2017 Renewal) Agreement. The Company will appoint an independent financial adviser to advise the Independent Board Committee and the Independent Shareholders in this regard. The Company will dispatch to the Shareholders a circular containing further details of the Master Financial Service (2017 Renewal) Agreement, letters from the Independent Board Committee and the independent financial adviser, and a notice convening the General Meeting, which is expected to be dispatched on or before 19 April 2017 since more time is required to finalise the circular.

TCL Corporation, Leshi Zhixin and TCL Associates will abstain from voting on the resolution in respect of the Master Financial Service (2017 Renewal) Agreement to be put forward at the General Meeting.

INTRODUCTION

The Board is pleased to announce that the Company had on 21 March 2017 entered into the Master Financial Services (2017 Renewal) Agreement with TCL Corporation, Finance Company and Finance Company (HK), pursuant to which:

- (1) any TCL Multimedia Qualified Member may from time to time and in its absolute discretion:
 - (a) deposit money with Finance Company or Finance Company (HK);
 - (b) request any Financing Services from TCL Financial Services Associates;
 - (c) request TCL Financial Services Associates to provide Other Financial Services; and
- (2) any member of the Group may from time to time and in its absolute discretion provide Promotion Services to and receive Promotion Fee from TCL Financial Services Associates.

Set out below are details of the Master Financial Services (2017 Renewal) Agreement.

MASTER FINANCIAL SERVICES (2017 RENEWAL) AGREEMENT

The Company has entered into the Master Financial Services (2014 Renewal) Agreement on 11 November 2014, which will expire on 31 December 2017. As the Company wishes to continue the continuing connected transactions contemplated thereunder with certain modifications, the Company entered into the Master Financial Services (2017 Renewal) Agreement, which is substantially similar in nature as the Master Financial Services (2014 Renewal) Agreement with certain amendments.

The major differences between the Master Financial Services (2014 Renewal) Agreement and the Master Financial Services (2017 Renewal) Agreement are that under the Master Financial Services (2017 Renewal) Agreement (as compared to the Master Financial Services (2014 Renewal) Agreement):

- (1) TCL Multimedia Qualified Members may deposit money with Finance Company (HK) in addition to Finance Company;
- (2) The scope of eligible service providers is expanded so that not only Finance Company but also other TCL Financial Services Associates may provide the services contemplated under the Master Financial Services (2017 Renewal) Agreement to TCL Multimedia Qualified Members; and
- (3) TCL Multimedia Qualified Members may provide the Promotion Services to TCL Financial Services Associates and receive a Promotion Fee.

Upon the coming into effect of the Master Financial Services (2017 Renewal) Agreement, the Master Financial Services (2014 Renewal) Agreement would be terminated.

Set out below are the major terms of the Master Financial Services (2017 Renewal) Agreement:

- Date: 21 March 2017
- Parties:
- (i) the Company (for itself and on behalf of its Subsidiaries);
 - (ii) TCL Corporation (for itself and on behalf of TCL Financial Services Associates);
 - (iii) Finance Company; and
 - (iv) Finance Company (HK)
- Duration: From the Shareholders' Approval Date to 31 December 2019

Condition Precedent:

The transactions contemplated under the Master Financial Services (2017 Renewal) Agreement are conditional upon the Company having obtained the Independent Shareholders' approval in respect of the Master Financial Services (2017 Renewal) Agreement, the transactions contemplated thereunder and the proposed annual caps in accordance with the requirements under the Listing Rules.

Major terms:

Deposit Services

Any TCL Multimedia Qualified Member may from time to time and in its absolute discretion deposit money with Finance Company and/or Finance Company (HK). If Finance Company and/or Finance Company (HK) decides to accept any amount of cash deposits from a TCL Multimedia Qualified Member (including current deposits, fixed deposits or any other form of deposits), the interest rates offered by Finance Company and/or Finance Company (HK), as the case may be, shall:

- (1) for deposits made within the PRC, not be lower than the highest of:
 - (i) the minimum interest rate promulgated by the PBOC for the same type of deposit services from time to time;
 - (ii) the interest rates for the same type of deposits offered by major commercial banks of the PRC; and
 - (iii) the interest rates for the same type of deposits offered by the Finance Company and/or Finance Company (HK) to any other members of the TCL Corporation Group (including the Group); and

other terms and conditions offered by Finance Company and/or Finance Company (HK) as a whole shall also not be less favourable than those offered by major commercial banks of the PRC and the Finance Company and/or Finance Company (HK) to any other members of the TCL Corporation Group (including the Group) and shall be on normal commercial terms; and

- (2) for deposits made outside the PRC, not be lower than the highest of:
 - (i) the interest rates for the same type of deposits offered by major commercial banks located in the place where the relevant TCL Multimedia Qualified Member is located; and
 - (ii) the interest rates for the same type of deposits offered by the Finance Company and/or Finance Company (HK) to any other members of the TCL Corporation Group (including the Group); and

other terms and conditions offered by Finance Company and/or Finance Company (HK) as a whole shall also not be less favourable than those offered by major commercial banks located in the place where the relevant TCL Multimedia Qualified Member is located and the Finance Company and/or Finance Company (HK) to any other members of the TCL Corporation Group (including the Group) and shall be on normal commercial terms.

TCL Corporation undertakes and will procure all its TCL Financial Services Associates to jointly and severally with TCL Corporation undertake with the Group that at any time during the term of the Master Financial Services (2017 Renewal) Agreement, the maximum amount of loans, financing and guarantees available under the facility line under the Master Financial Services (2017 Renewal) Agreement provided by TCL Financial Services Associates to TCL Multimedia Qualified Members shall not be less than the total amount of deposits (including normal cash deposit and deposit of cash or bank instruments as security) placed by the TCL Multimedia Qualified Members with Finance Company and Finance Company (HK).

If any TCL Multimedia Qualified Member demands repayment of any money deposited by it with Finance Company and/or Finance Company (HK) in accordance with the relevant terms and procedure and Finance Company and/or Finance Company (HK) fails to follow the repayment demand, such TCL Multimedia Qualified Member shall then have the right to:

- (a) offset the relevant outstanding deposit amount against up to the same amount of any outstanding loans owed by it and/or any financing provided to it by TCL Financial Services Associates and/or TCL Corporation; and/or
- (b) transfer the right mentioned in (a) above to other TCL Multimedia Qualified Members, so that other TCL Multimedia Qualified Members have the right to offset the relevant outstanding deposit amount against up to the same amount of any outstanding loans owed by them and/or any financing provided to them by TCL Financial Services Associates and/or TCL Corporation; and/or
- (c) request TCL Corporation to repay the outstanding deposit amount on behalf of Finance Company and/or Finance Company (HK) in full.

Financing Services

Any TCL Multimedia Qualified Member may from time to time and in its absolute discretion request any Financing Services from TCL Financial Services Associates.

If TCL Financial Services Associates decides to provide any Financing Services to a TCL Multimedia Qualified Member within the PRC, the interest rates charged by TCL Financial Services Associates shall not be higher than the lowest of (i) the maximum interest rates promulgated by the PBOC from time to time in respect of same type of financing services; (ii) the interest rates offered by major commercial banks of the PRC for same type of financing services; and (iii) the interest rates for same type of financing services provided by TCL Financial Services Associates to any other members of the TCL Corporation Group (including the Group) with the same credit rating, and the other terms and conditions offered by TCL Financial Services Associates in respect of the Financing Services as a whole shall not be less favourable than those offered by other major commercial banks and by TCL Financial Services Associates to any other members of the TCL Corporation Group (including the Group) with the same credit rating in respect of same type of financing services and shall be on normal commercial terms.

If TCL Financial Services Associates decides to provide any Financing Services to a TCL Multimedia Qualified Member outside the PRC, the interest rates charged by TCL Financial Services Associates shall not be higher than the lower of (i) the interest rates offered by major commercial banks located in the place where the relevant TCL Multimedia Qualified Member is located for same type of financing services; and (ii) the interest rates for same type of financing services provided by TCL Financial Services Associates to any other members of the TCL Corporation Group (including the Group) with the same credit rating, and the other terms and conditions offered by TCL Financial Services Associates in respect of the Financing Services as a whole shall be on normal commercial terms and shall not be less favourable than those offered by TCL Financial Services Associates to any other members of the TCL Corporation Group (including the Group) with the same credit rating and major commercial banks located in the place where the relevant TCL Multimedia Qualified Member is located in respect of same type of financing services.

TCL Financial Services Associates and the relevant TCL Multimedia Qualified Members may enter into specific agreements in compliance with the Listing Rules in respect of any Financing Services to be provided with a view to setting out the detailed terms of the transactions as long as such terms comply with the requirements of the Listing Rules and the Master Financial Services (2017 Renewal) Agreement.

TCL Financial Services Associates may request TCL Multimedia Qualified Member(s) to provide security to TCL Financial Services Associates in respect of the Financing Services provided by TCL Financial Services Associates.

Other Financial Services

Any TCL Multimedia Qualified Member may from time to time and in its absolute discretion request TCL Financial Services Associates to provide Other Financial Services, including, among other things, financial advisory services, settlement advisory services, insurance agency services, agency lending and borrowings and any other services approved by relevant regulatory authority.

The fees charged by TCL Financial Services Associates in respect of provision of Other Financial Services within the PRC shall not be higher than the lowest of (i) the fees promulgated by PBOC (if applicable) for relevant services from time to time; (ii) the fees charged by major commercial banks of the PRC in respect of relevant services; and (iii) the fees charged for the relevant services offered by TCL Financial Services Associates to any other members of the TCL Corporation Group (including the Group) with the same credit rating. Other terms and conditions of the Other Financial Services offered by TCL Financial Services Associates within the PRC shall not be less favorable than those offered by PBOC, major commercial banks of the PRC and by TCL Financial Services Associates to any other members of the TCL Corporation Group (including the Group) with the same credit rating for the relevant services and shall be on normal commercial terms.

The fees charged by TCL Financial Services Associates in respect of provision of Other Financial Services outside the PRC shall not be higher than the lower of (i) the fees promulgated by the major commercial banks located in the place where the relevant TCL Multimedia Qualified Member is located for relevant services; and (ii) the fees charged for the relevant services offered by TCL Financial Services Associates to any other members of the TCL Corporation Group (including the Group) with the same credit rating. Other terms and conditions of the Other Financial Services offered by TCL Financial Services Associates outside the PRC shall not be less favorable than those offered by the major commercial banks located in the place where the relevant TCL Multimedia Qualified Member is located and by TCL Financial Services Associates to any other members of the TCL Corporation Group (including the Group) with the same credit rating for the relevant services and shall be on normal commercial terms.

The relevant TCL Multimedia Qualified Member determine in its absolute discretion to use Other Financial Services provided by TCL Financial Services Associates or any other independent financial institutions.

The relevant TCL Multimedia Qualified Member may enter into separate written agreements with TCL Financial Services Associates in relation to the provision of the specific services under Other Financial Services with a view to setting out the detailed terms of the transactions, as long as such terms comply with the requirements of the Listing Rules and the Master Financial Services (2017 Renewal) Agreement.

Promotion Services

Any member of the Group may from time to time and in its absolute discretion provide Promotion Services to and receive Promotion Fee from TCL Financial Services Associates in accordance with the Listing Rules and the Master Financial Services (2017 Renewal) Agreement.

TCL Financial Services Associates and the relevant member of the Group may enter into specific agreements in respect of any Promotion Services to be provided and Promotion Fee to be received with a view to setting out the detailed terms of the transactions, as long as such terms comply with the requirements of the Listing Rules and the Master Financial Services (2017 Renewal) Agreement.

Promotion Fee offered by members of the Group in respect of the Promotion Services to be provided shall not be less favourable than those offered by members of the Group to any other Independent Third Party in respect of same type of services and those offered by any other members of the TCL Corporation Group to TCL Financial Services Associates in respect of same type of services and shall be on normal commercial terms.

TCL Corporation's undertakings:

TCL Corporation undertakes with the Company, among others, that:

1. it will procure TCL Financial Services Associates to perform its obligations under the Master Financial Services (2017 Renewal) Agreement; and
2. in case TCL Financial Services Associates experience any financial difficulties, TCL Corporation will, subject to internal approvals and the applicable rules and regulations, inject capital to TCL Financial Services Associates based on the needs of TCL Financial Services Associates.

Termination of Master Financial Services (2014 Renewal) Agreement:

Upon the coming into effect of the Master Financial Services (2017 Renewal) Agreement, the Master Financial Services (2014 Renewal) Agreement shall be automatically terminated.

HISTORICAL FIGURES

The following table sets out the actual amounts of the continuing connected transaction under the Master Financial Services (2014 Renewal) Agreement for the two years ended 31 December 2016:

Master Financial Services (2014 Renewal) Agreement	For the year ended 31 December 2015 (audited) HK\$'000		For the year ended 31 December 2016 (unaudited) HK\$'000	
	Actual	Original annual cap	Actual	Original annual cap
Financial service charges	22,563	157,503	7,439	178,666
Maximum outstanding balances of deposits (including interest receivables in respect of these deposits)				
(a) normal deposit	3,087,159	8,400,000	2,574,194	11,760,000
(b) deposit (cash or bank instruments) as security	260,958	6,952,816	–	9,733,942
Sub-total:	3,348,117	15,352,816	2,574,194	21,493,942
Facility amount (with cash deposit or bank instruments as security) (Note 1)	249,911	6,952,816	–	9,733,942

Note 1: The facility amount mentioned above excludes the facility amount without cash or bank instruments as security (“Unsecured Facility Amount”) and other unsecured loans, financing and guarantees available under the facility line (“Other Facility Amount”) provided by TCL Corporation and/or Finance Company to the TCL Multimedia Qualified Members. If the facility amount includes the Unsecured Facility Amount and the Other Facility Amount, the aggregate facility amount will be more than the total amount of deposits (including normal cash deposit and deposit of cash or bank instruments as security) placed by the TCL Multimedia Qualified Members with Finance Company for the two years ending 31 December 2016.

PROPOSED ANNUAL CAPS

The following table sets out the annual caps of the continuing connected transaction under the Master Financial Services (2017 Renewal) Agreement (see note 1) for the three years ending 31 December 2019:

Master Financial Services (2017 Renewal) Agreement	For the year ending 31 December 2017 <i>(note 1)</i> <i>HK\$'000</i>	For the year ending 31 December 2018 <i>HK\$'000</i>	For the year ending 31 December 2019 <i>HK\$'000</i>
Financial service charges to be paid	184,000	214,000	260,000
Maximum outstanding daily ending balances of deposits (including interest receivables in respect of these deposits and deposits as security)	11,300,000	13,560,000	16,272,000
Facility amount (with cash deposit, bank instruments, receivables, machinery or equipments etc. as security or receivables assigned) <i>(Note 2)</i>	6,030,000	7,236,000	8,683,200
Value of (i) security for Financing Services (including cash deposit, bank instruments, receivables, machinery or equipments etc.) and (ii) receivables assigned	6,412,500	7,695,000	9,234,000
Promotion Fee to be received	122,500	153,750	230,625

Notes:

- (1) The proposed annual caps for the year ending 31 December 2017 are aggregated figures covering transactions of similar natures contemplated under both the Master Financial Services (2014 Renewal) Agreement and the Master Financial Services (2017 Renewal) Agreement.
- (2) The facility amount mentioned above excludes the facility amount without security (“Unsecured Facility Amount (renew)”) and other unsecured loans, financing and guarantees available under the facility line (“Other Facility Amount (renew)”) provided by TCL Financial Services Associates to the TCL Multimedia Qualified Members which, if conducted on normal commercial terms or better, are fully exempt connected transactions. If the facility amount includes the Unsecured Facility Amount (renew) and the Other Facility Amount (renew), the aggregate facility amount will be more than the total amount of deposits placed by the TCL Multimedia Qualified Members with Finance Company and Finance Company (HK) for each of the three years ending 31 December 2019.

REASONS FOR THE PROPOSED ANNUAL CAPS

The proposed annual caps in relation to the Master Financial Services (2017 Renewal) Agreement are determined by reference to the historical amounts of the relevant transactions and taking into account the following factors:

- (i) Having been satisfied with the services and the benefits provided by Finance Company such as better interest rates than available from other financial institutions, it is expected the balance of deposits with Finance Company and/or Finance Company (HK) will increase;
- (ii) It is expected that the business of the Company will expand in the following years and as a result, the capital available for deposit with Finance Company and/or Finance Company (HK) will also increase;
- (iii) TCL Financial Services Associates have been continuously improving its clearing platform, and the Company will benefit from the higher efficiency of fund clearance compared with that of Independent Third Parties; and
- (iv) The Group may request TCL Financial Services Associates to provide secured financing as and when needed.

REASONS FOR AND BENEFITS OF THE MASTER FINANCIAL SERVICES (2017 RENEWAL) AGREEMENT

The Directors (other than the independent non-executive Directors whose view will be set out in the circular to be despatched by the Company) consider that the terms of the Master Financial Services (2017 Renewal) Agreement and the transactions contemplated thereunder are fair and reasonable, and it is in the interest of the Company and the Shareholders as a whole to enter into the Master Financial Services (2017 Renewal) Agreement and the transactions contemplated thereunder for the following reasons:

The principal purpose of entering into the Master Financial Services (2017 Renewal) Agreement is to provide cost efficient finance and treasury services to all TCL Multimedia Qualified Members. The Company believes that TCL Financial Services Associates, which are financial institutions duly established in or outside the PRC and the pricing policies and the operation of which are subject to guidelines issued by the China Banking Regulatory Commission or relevant authorities where the financial institutions duly established outside the PRC, may also facilitate the TCL Multimedia Qualified Members to obtain cheaper financing from other financial institutions in or outside the PRC by taking advantage of the inter-bank lending rates which TCL Financial Services Associates may enjoy in respect of their own borrowings from other financial institutions. It is expected that the inter-bank interest rates are usually lower than the interest rates of other corporate commercial loans. Further, Finance Company has been providing financial services to the Group and has a thorough understanding of the operations and development needs of the Group. Accordingly, it is expected that

TCL Financial Services Associates (including Finance Company and Finance Company (HK)) will be more efficient in terms of processing transactions for the Group than other financial institutions given their close relationships.

By enabling members of the Group to provide the Promotion Services, the Group would be able to leverage on its relationship with its suppliers and customers to earn the Promotion Fee.

LISTING RULES IMPLICATIONS

TCL Corporation, the ultimate controlling shareholder of the Company, currently holds approximately 52.12% of the issued share capital of the Company and is a connected person of the Company under the Listing Rules. Finance Company and Finance Company (HK) being subsidiaries of TCL Corporation, are also connected persons of the Company. Therefore, the transactions contemplated under the Master Financial Service (2017 Renewal) Agreement therefore constitutes continuing connected transaction.

None of the Directors is considered as having a material interest in the transactions contemplated under the Master Financial Services (2017 Renewal) Agreement. Therefore, all the Directors are entitled to vote on the Board resolution for considering and approving the Master Financial Services (2017 Renewal) Agreement pursuant to the Company's articles of association.

As one or more of the applicable percentage ratios (other than the profits ratio) with reference to the annual caps of the Master Financial Service (2017 Renewal) Agreement exceed 5%, the continuing connected transactions contemplated thereunder are subject to the reporting, announcement, Independent Shareholders' approval and annual review requirements under Chapter 14A of the Listing Rules.

As the applicable percentage ratios in relation to the Deposit Services and Financing Services under the Master Financial Services (2017 Renewal) Agreement exceed 25% and the assets ratio of the Deposit Services exceeds 8%, in addition to being continuing connected transaction, the Deposit Services and Financing Services also constitute major transactions of the Company and are subject to the relevant major transaction requirements under Chapter 14 of the Listing Rules; and the Deposit Services further constitute advances to an entity and are subject to the relevant disclosure requirements under Chapter 13 of the Listing Rules.

An Independent Board Committee has been established to advise the Independent Shareholders on the terms and the proposed caps of the Master Financial Service (2017 Renewal) Agreement. The Company will appoint an independent financial adviser to advise the Independent Board Committee and the Independent Shareholders in this regard. The Company will dispatch to the Shareholders a circular containing further details of the Master Financial Service (2017 Renewal) Agreement, letters from the Independent Board Committee and the independent financial adviser, and a notice convening the General Meeting, which is expected to be dispatched on or before 19 April 2017 since more time is required to finalise the circular.

TCL Corporation, Leshi Zhixin and TCL Associates will abstain from voting on the resolution in respect of the Master Financial Service (2017 Renewal) Agreement to be put forward at the General Meeting.

GENERAL INFORMATION OF THE PARTIES

The Group is principally engaged in the manufacture and sale of a wide range of electronic consumer products including television sets. The Group has factories in the PRC, Poland, Mexico and Vietnam and distributes its products in all major markets globally. For more information on the Group, please visit its official website at <http://multimedia.tcl.com> (the information that appears in that website does not form part of this announcement).

TCL Corporation and its Subsidiaries (including the Group) is a major PRC conglomerate that designs, develops, manufactures and markets a wide range of the electronic, audio-visual products, telecommunications, information technology and electrical products. For more information on TCL Corporation, please visit TCL Corporation's official website at <http://www.tcl.com> (the information that appears in this website does not form part of this announcement).

Finance Company provides financial services including corporate finance advisory services, credit worthiness verification and related consultancy and agency services, collection and payment services, approved insurance agency services, guarantee services, agency lending and investment services, discounting bills and design of various schemes for settlement and clearing in respect of group fund transfer, and any other services approved by the China Banking Regulatory Commission for the Qualified Members.

Finance Company (HK) is principally engaged in obtaining and utilizing funds required for operation of TCL Corporation Group (including the Group), the main functions of which include but not limited to financing of funds inside TCL Corporation Group (including the Group), the management cash pool and liquidity of funds, pay vendor or supplier, assistance of TCL Corporation Group (including the Group) to procure funds, and risk management.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms have the following meanings when used herein:

“associate(s)”	has the meaning ascribed to it under the Listing Rules;
“Board”	the board of Directors;
“Company”	TCL Multimedia Technology Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 01070);

“connected person(s)”	has the meanings ascribed to it under the Listing Rules;
“Deposit Services”	deposit of money by the TCL Multimedia Qualified Members with Finance Company and Finance Company (HK) pursuant to the Master Financial Services (2017 Renewal) Agreement;
“Director(s)”	the director(s) of the Company;
“Factoring Company”	TCL Commercial Factoring (Shenzhen) Company Limited* (TCL商業保理(深圳)有限公司), a company incorporated in the PRC with limited liability;
“Finance Company (HK)”	TCL Finance (Hong Kong) Co., Limited, a company incorporated in Hong Kong with limited liability;
“Finance Company”	TCL Finance Co., Ltd.* (TCL集團財務有限公司), a company owned as to 82% by TCL Corporation, as to 14% by TCL King Electrical Appliances (Chengdu) Company Limited *(TCL 王牌電器 (成都) 有限公司) (an associate of TCL Corporation and an indirect wholly-owned Subsidiary of the Company) and as to 4% by JRD Communication (Shenzhen) Ltd. (an indirect wholly-owned Subsidiary of TCL Communication Technology Holdings Limited, a TCL Associate);
“Financial Leasing Company”	TCL Financial Leasing (Zhuhai) Company Limited* (TCL 融資租賃(珠海)有限公司), a company incorporated in the PRC with limited liability;
“Financing Services”	the provision of loan and credit facilities (including but not limited to unsecured loans, guarantees, receivable factoring, bill acceptance, bill discounting and secured loans) by TCL Financial Services Associates to the TCL Multimedia Qualified Members pursuant to the Master Financial Services (2017 Renewal) Agreement;
“General Meeting”	the general meeting of the Company to be convened and held to consider, and if thought fit, approve the Master Financial Services (2017 Renewal) Agreement;

“Group”	the Company and its Subsidiaries and entity that may become Subsidiary of the Company from time to time during the term of the Master Financial Services (2017 Renewal) Agreement;
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“Independent Board Committee”	an independent committee of the Board established for the purpose of reviewing the terms of and the proposed annual caps for the non-exempt transactions under the Listing Rules;
“Independent Shareholders”	Shareholders other than TCL Corporation, TCL Associates and Leshi Zhixin;
“Independent Third Party(ies)”	a person(s) or company(ies) which is/are independent of and not connected with any directors, chief executives, controlling shareholders and substantial shareholders of the Company or any of its Subsidiaries and their respective associates;
“Leshi Zhixin”	Leshi Zhixin Electronic Technology (Tianjin) Co. Ltd* (樂視致新電子科技(天津)有限公司), a company established in the PRC with limited liability and a non-wholly owned Subsidiary of Leshi Internet Information and Technology Corp. Beijing* (樂視網信息技術(北京)股份有限公司), a company established in the PRC with limited liability, the shares of which are listed on the growth enterprise market board of the Shenzhen Stock Exchange (stock code: 300104);
“Listing Rules”	the rules governing the listing of securities on the Stock Exchange;
“Master Financial Services (2014 Renewal) Agreement”	the master financial services agreement dated 11 November 2014 entered into among the Company, TCL Corporation and Finance Company in respect of the provision of Deposit Services, Financing Services and Other Financial Services by Finance Company;

“Master Financial Services (2017 Renewal) Agreement”	the master financial services agreement dated 21 March 2017 entered into among the Company, TCL Corporation, Finance Company and Finance Company (HK) in respect of the provision of Deposit Services, Financing Services and Other Financial Services by TCL Financial Services Associates and the provision of the Promotion Services by members of the Group;
“Other Financial Services”	all financial services which may be provided by TCL Financial Services Associates for the TCL Multimedia Qualified Members under the Master Financial Services (2017 Renewal) Agreement other than the Deposit Services and the Financing Services;
“PBOC”	the People’s Bank of China, the central bank of the PRC;
“PRC”	the People’s Republic of China excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan for the purposes of this announcement;
“Promotion Fee”	fee payable by TCL Financial Services Associates to the relevant members of the Group for its provision of Promotion Services;
“Promotion Services”	services to be provided by the relevant members of the Group to procure its suppliers and/or customers to engage TCL Financial Services Associates for their provision of services;
“Qualified Members”	all companies for which TCL Financial Services Associates will be allowed to provide services pursuant to the Administrative Measures on Group Finance Companies (企業集團財務公司管理辦法) promulgated by the China Banking Regulatory Commission, which shall only include TCL Corporation, any Subsidiary of which TCL Corporation owns an equity interest of 51% or more, any company in which TCL Corporation or any of its Subsidiaries own, individually or collectively, an equity interest of over 20% and any company in which TCL Corporation or any of its Subsidiaries are, individually or collectively, the largest shareholder;

“Shareholder(s)”	holder(s) of share(s) of the Company;
“Shareholders’ Approval Date”	the date on which the Independent Shareholders of the Company approved the Master Financial Services (2017 Renewal) Agreement, the transactions contemplated thereunder and the proposed annual caps;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Subsidiary”	any entity within the meaning of the term “subsidiary” as defined in the Listing Rules and the term “Subsidiaries” shall be construed accordingly;
“TCL Associates”	the associates of TCL Corporation;
“TCL Corporation Group”	TCL Corporation and its Subsidiaries and any entity that may become Subsidiary of TCL Corporation from time to time during the term of the Master Financial Services (2017 Renewal) Agreement but does not include the Group (unless otherwise specified) for the purpose of this announcement;
“TCL Corporation”	TCL Corporation (TCL集團股份有限公司), a joint stock company established under the laws of the PRC, the ultimate controlling Shareholder of the Company, the shares of which are listed on Shenzhen Stock Exchange (stock code: 000100);
“TCL Financial Services Associates”	the existing TCL Associates and any entity that may become TCL Associates from time to time during the term of the Master Financial Services (2017 Renewal) Agreement which carry on businesses in deposit, clearing, bill discounting and securities, factoring finance, financial leasing and guarantees and other financial services, including but not limited to Finance Company, Finance Company (HK), Factoring Company, Huizhou Zhonghai TCL Smart Technology Micro-Credit Company Limited* (惠州市仲愷TCL智融科技小額貸款股份有限公司), Guangzhou TCL Internet Micro-Credit Company Limited* (廣州TCL互聯網小額貸款有限公司), TCL Internet Financing Services (Shenzhen) Company Limited* (TCL互聯網金融服務(深圳)有限公司), and Financial Leasing Company; and

“TCL Multimedia Qualified Members”

such member(s) of the Group which satisfies the qualification of Qualified Member(s) during the term of the Master Financial Services (2017 Renewal) Agreement.

On behalf of the Board
LI Dongsheng
Chairman

Hong Kong, 21 March 2017

The English transliteration of the Chinese name(s) in this announcement, where indicated with “”, is included for information purpose only, and should not be regarded as the official English name(s) of such Chinese names.*

As at the date of this announcement, the Board comprises LI Dongsheng, BO Lianming, YAN Xiaolin and XU Fang as executive directors, Albert Thomas DA ROSA, Junior, HUANG Xubin, Winston Shao-min CHENG and Abulikemu ABULIMITI as non-executive directors and Robert Maarten WESTERHOF, TSENG Shieng-chang Carter, SO Wai Man Raymond and WANG Yijiang as independent non-executive directors.