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高裕金融集團有限公司
Gaoyu Finance Group Limited

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8221)

DISCLOSEABLE TRANSACTION
PROVISION OF FINANCIAL ASSISTANCE

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The Board is pleased to announce that on 6 December 2024, the Loan Agreement was entered into between Gaoyu Finance, as lender and the Customer, as borrower. Pursuant to the Loan Agreement, Gaoyu Finance has agreed to grant the Loan to the Customer for a term of 5 years.

GEM LISTING RULES IMPLICATIONS

As one or more of the applicable percentage ratios under Rule 19.07 of the GEM Listing Rules exceed 5% but all of them are less than 25%, the provision of the Loan constitutes a discloseable transaction of the Company under Chapter 19 of the GEM Listing Rules and is subject to notification and announcement requirements under Chapter 19 of the GEM Listing Rules.

I. PROVISION OF THE LOAN

The Board is pleased to announce that on 6 December 2024, the Loan Agreement was entered into between Gaoyu Finance, as lender and the Customer, as borrower. Pursuant to the Loan Agreement, Gaoyu Finance has agreed to grant the Loan to the Customer for a term of 5 years.

The principal terms of the Loan Agreement are set out below:

Date: 6 December 2024

Lender: Gaoyu Finance

Borrower: The Customer

Principal:	US\$881,000
Interest rate:	8% per annum
Term:	5 years
Drawdown date:	6 December 2024
Maturity date:	6 December 2029
Security:	The Loan is secured by a first mortgage/legal charge in respect of a residential property located in Futian District, Shenzhen, the PRC (the “ Property ”). Based on the valuation conducted by an independent valuer, the appraised value of the Property as at 13 November 2024 is RMB13,590,000.
Repayment:	The Customer shall repay the principal of the Loan and all accrued interests on the maturity date.

II. FUNDING OF THE LOAN

The Group will finance the Loan with the Group’s general working capital.

III. INFORMATION OF THE GROUP AND THE CUSTOMER

The Group is principally engaged in the provision of (i) securities dealing and brokerage services (Hong Kong and US stocks); (ii) placing and underwriting services; (iii) financing services including loan financing, securities and initial public offering margin financing and money lending; (iv) asset management services; (v) supply chain financing; (vi) trust services; and (vii) advisory services.

Gaoyu Finance is a wholly-owned subsidiary of the Company and a Money Lenders Licence holder registered under the Money Lenders Ordinance (Cap. 163 of the Laws of Hong Kong) and is principally engaged in the money lending business.

The Customer is the chairman and majority shareholder of Zhuhai Chenghui Electronic Technology Co., Ltd.* (珠海誠匯電子科技有限公司), a company established in the PRC and is principally engaged in the manufacturing of computer, communications and other electronic equipment. As at the date of this announcement, the outstanding principal amount of Bonds held by the Customer is HK\$7 million.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, save as disclosed above, the Customer is a third party independent of, and not connected with, the Company and/or its connected persons.

IV. REASONS FOR AND BENEFITS OF THE ENTERING INTO OF THE LOAN AGREEMENT

Having taken into account the principal business activities of the Group, the grant of the Loan to the Customer is in the ordinary and usual course of business of the Group.

The terms of the Loan Agreement were negotiated on an arm's length basis between Gaoyu Finance and the Customer. The Directors consider that the grant of the Loan is financial assistance provided by the Company within the meaning of the Listing Rules. The Directors are of the view that the terms of the Loan Agreement were entered into on normal commercial terms based on the Company's credit policy. After having taken into account the satisfactory financial background of the Customer, the type and value of collaterals provided by the Customer and that a stable revenue and cashflow stream from the interest income is expected, the Directors consider that the terms of the Loan Agreement are fair and reasonable and the entering into of the Loan Agreement is in the interests of the Company and its Shareholders as a whole.

V. GEM LISTING RULES IMPLICATIONS

As one or more of the applicable percentage ratios under Rule 19.07 of the GEM Listing Rules exceed 5% but all of them are less than 25%, the provision of the Loan constitutes a discloseable transaction of the Company under Chapter 19 of the GEM Listing Rules and is subject to notification and announcement requirements under Chapter 19 of the GEM Listing Rules.

VI. DEFINITIONS

In this announcement, the following expressions shall have the meanings set out below unless the context requires otherwise:

“Board”	board of Directors
“Bonds”	the 6% per annum coupon bonds issued by the Company due 5 December 2032
“Company”	Gaoyu Finance Group Limited, a company incorporated in the Cayman Islands with limited liability and the Shares of which are listed on GEM of the Stock Exchange (Stock code: 8221)
“Customer”	Mr. Tian Qingyun (田青雲)
“Director(s)”	director(s) of the Company
“Gaoyu Finance”	Gaoyu Finance Limited, a company incorporated in Hong Kong and a wholly-owned subsidiary of the Company
“GEM”	the GEM of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong
“Hong Kong”	Hong Kong Special Administrative Region of the People’s Republic of China
“Loan”	a loan in the amount of US\$881,000 provided by Gaoyu Finance to the Customer pursuant to the terms of the Loan Agreement
“Loan Agreement”	the loan agreement dated 6 December 2024 and entered into between Gaoyu Finance and the Customer
“RMB”	Renminbi, the lawful currency of the PRC

“Share(s)”	the ordinary share(s) of HK\$0.01 each in the share capital of the Company
“Shareholder(s)”	the holder(s) of the Share(s) from time to time
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“US\$”	United States dollars, the lawful currency of the United States of America
“%”	per cent.

* For identification purposes only

By order of the Board
Gaoyu Finance Group Limited
Fok Yuk Tong
Chairman and Executive Director

Hong Kong, 6 December 2024

As at the date of this announcement, the Board comprises six Directors, namely Mr. Fok Yuk Tong (Chairman), Ms. Hsieh Ching Chun and Ms. Fok Kit Yee as executive Directors; and Ms. Chan Hoi Wuen Katherine, Mr. Tong Wing Chi and Mr. Kwan Tsz Chun Sun as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk for at least 7 days from the date of its posting and be posted on the website of the Company at www.gyf.com.hk.