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CREDIT CHINA FINTECH HOLDINGS LIMITED 中國信貸科技控股有限公司

*(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8207)*

VOLUNTARY ANNOUNCEMENT NON-BINDING TERM SHEET IN RESPECT OF THE POTENTIAL INVESTMENT

This announcement is made by the Company on a voluntary basis.

POTENTIAL INVESTMENT

On 29 March 2017 (after trading hours), the Company, the Sellers and the Target Company entered into the Term Sheet, relating to the Potential Investment, comprising the acquisition of shares in the Target Company from the Sellers and subscription of new shares in the Target Company, for an aggregate consideration of approximately S\$25,500,000 (equivalent to approximately HKD141,780,000), representing an aggregate of 51% of the enlarged share capital of the Target Company following the subscription.

The Target Company is incorporated in Singapore and is engaged in the business of asset management and also operates a funds and managed accounts platform that services the investing needs of individuals through its network of financial advisory partner firms in Singapore. It holds the Capital Markets Services licence for fund management, dealing and custody from the Monetary Authority of Singapore.

The Term Sheet is non-legally binding in nature except in respect of certain customary confidentiality provisions. As at the date of this announcement, no definitive agreement in relation to the Potential Investment has been entered into by the Company. If the Potential Investment materializes, it may or may not constitute a notifiable transaction for the Company under the GEM Listing Rules and further announcement(s) will be made by the Company in compliance with the GEM Listing Rules as and when appropriate.

The details and terms of the Potential Investment are subject to further commercial negotiation between the parties to the Term Sheet and the entering into of definitive agreement(s) and completion of the Potential Investment is subject to the final approval of the Monetary Authority of the Singapore. As the Potential Investment may or may not proceed, shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms have the following meanings in this announcement:

“Buyer”	the Company or one of its affiliates
“Company”	Credit China FinTech Holdings Limited, an exempted company incorporated in the Cayman Islands with limited liability and the issued Shares of which are listed and traded on GEM
“connected person(s)”	has the meaning ascribed thereto under the GEM Listing Rules
“Director(s)”	the directors of the Company
“GEM”	the Growth Enterprise Market of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“HKD”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Potential Investment”	the acquisition of ordinary shares in the Target Company by the Buyer from the Sellers and the issue and allotment of new ordinary shares in the Target Company, representing an aggregate of 51% of the enlarged share capital of the Target Company following the subscription
“S\$”	Singapore dollars, the lawful currency of the Singapore

“Sellers”	two individuals, each being a third party independent of and not connected with the Company and its connected persons, together being the holders of all the issued shares of the Target Company as at the date of this announcement
“Shares”	ordinary share(s) of HKD0.02 each in the capital of the Company
“Target Company”	Havenport Asset Management Pte. Ltd., a private company limited by shares incorporated in Singapore, a third party independent of the Company and its connected persons
“Term Sheet”	a non-legally binding term sheet entered into between the Company, the Sellers and the Target Company on 29 March 2017 in respect of the Potential Investment
“%”	per cent.

For the purpose of this announcement, amounts denominated in S\$ have been translated into HKD at an exchange rate of S\$1:HKD5.56. No representation is made that any amounts in S\$ and HKD can be or could have been converted at the above rate.

By order of the Board
Credit China FinTech Holdings Limited
Phang Yew Kiat
Vice-Chairman and Chief Executive Officer

Hong Kong, 29 March 2017

As at the date of this announcement, the Directors are as follows:

Executive Directors:

Mr. Phang Yew Kiat (*Vice-Chairman and Chief Executive Officer*)

Mr. Chng Swee Ho

Mr. Sheng Jia

Non-executive Directors:

Mr. Li Mingshan (*Chairman*)

Mr. Li Gang

Mr. Wong Sai Hung

Mr. Zhang Zhenxin

Ms. Zhou Youmeng

Independent Non-executive Directors:

Mr. Ge Ming

Dr. Ou Minggang

Mr. Wang Wei

Dr. Yin Zhongli

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 Company Announcements” page of the GEM website (www.hkgem.com) for at least 7 days from the date of its publication. This announcement will also be published on the website of the Company at (www.creditchina.hk).