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KVB KUNLUN FINANCIAL GROUP LIMITED

昆侖國際金融集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8077)

**PROPOSED TRANSFER OF LISTING FROM THE GROWTH
ENTERPRISE MARKET TO THE MAIN BOARD OF
THE STOCK EXCHANGE OF HONG KONG LIMITED**

Financial adviser to the Company



This announcement is made pursuant to Rules 9.26 and 17.10(2)(a) of the GEM Listing Rules and the Inside Information Provisions.

The Board is pleased to announce that the Company has submitted a formal application to the Stock Exchange on 30 August 2017 for the Proposed Transfer of Listing from GEM to Main Board pursuant to the relevant provisions of the GEM Listing Rules and the Main Board Listing Rules.

The Board expects that the Proposed Transfer of Listing will enhance the corporate profile of the Company and provide increased visibility and recognition of the Group. This will, in turn, add to the competitive strength of the Group as well as increase the confidence of its investors and stakeholders. The Board also expects that the Main Board trading platform will enhance trading liquidity of the Shares as well as enhance the fund raising capability of the Group. All of these factors will ultimately contribute to increasing value to the Shareholders. Accordingly, the Board is of the view that the Proposed Transfer of Listing, if successful, is beneficial to the future growth and development of the Group and is in the overall interest of the Company and its Shareholders as a whole.

Shareholders and potential investors should be aware that the implementation of the Proposed Transfer of Listing is subject to, among others, the granting of relevant approval by the Stock Exchange. There is no assurance that approval and permission will be obtained from the Stock Exchange for the Proposed Transfer of Listing. Accordingly, the Proposed Transfer of Listing may or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

PROPOSED TRANSFER OF LISTING

This announcement is made pursuant to Rules 9.26 and 17.10(2)(a) of the GEM Listing Rules and the Inside Information Provisions.

The Board is pleased to announce that the Company has submitted a formal application to the Stock Exchange on 30 August 2017 for the Proposed Transfer of Listing from GEM to Main Board pursuant to the relevant provisions of the GEM Listing Rules and the Main Board Listing Rules.

The Company has applied for the listing of and permission to deal in (i) the existing Shares in issue; and (ii) the new Shares which may fall to be issued upon the exercise of all options which may be granted under the Share Option Scheme, on the Main Board by way of transfer of the listing from GEM to Main Board. The Proposed Transfer of Listing will not involve the issue of any new Shares by the Company.

The Board would like to emphasise that the definitive timetable for the Proposed Transfer of Listing has not yet been finalised. There is no assurance that the Company will proceed with the Proposed Transfer of Listing.

The Company has appointed Lego Corporate Finance Limited as the financial adviser to the Company in relation to the Proposed Transfer of Listing.

REASONS FOR THE PROPOSED TRANSFER OF LISTING

The issued Shares have been listed and traded on GEM since 3 July 2013. The Group is principally engaged in the provision of leveraged foreign exchange and other trading, cash dealing business, and other services.

The Board expects that the Proposed Transfer of Listing will enhance the corporate profile of the Company and provide increased visibility and recognition of the Group. This will, in turn, add to the competitive strength of the Group as well as increase the confidence of its investors and stakeholders. The Board also expects that the Main Board trading platform will enhance trading liquidity of the Shares as well as the fund raising capability of the Group. All of these factors will ultimately contribute to increasing value to the Shareholders. Accordingly, the Board is of the view that the Proposed Transfer of Listing, if successful, is beneficial to the future growth and development of the Group and is in the overall interest of the Company and its Shareholders as a whole.

As at the date of this announcement, our Board has no intention to change the nature of the business of the Group following the Proposed Transfer of Listing.

CONDITIONS OF THE PROPOSED TRANSFER OF LISTING

Shareholders and potential investors should be aware that the implementation of the Proposed Transfer of Listing is subject to, among others, the granting of relevant approval by the Stock Exchange. There is no assurance that approval and permission will be obtained from the Stock Exchange for the Proposed Transfer of Listing. Accordingly, the Proposed Transfer of Listing may or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

Further announcement(s) will be made by the Company, when appropriate, to keep the Shareholders and potential investors informed of the progress of the Proposed Transfer of Listing.

DEFINITIONS

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

“Board”	the board of Directors
“Company”	KVB Kunlun Financial Group Limited (昆侖國際金融集團有限公司) (stock code: 8077), a company incorporated in the Cayman Islands with limited liability and the shares of which are listed on the GEM
“Director(s)”	the director(s) of the Company
“GEM”	the Growth Enterprise Market of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM, as amended from time to time
“Group”	the Company and its subsidiaries from time to time
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Inside Information Provisions”	the Inside Information Provisions (as defined in the GEM Listing Rules) under Part XIVA of the SFO

“Main Board”	the stock market operated by the Stock Exchange, prior to the establishment of GEM (excluding the options market), which continues to be operated by the Stock Exchange in parallel with GEM. For the avoidance of doubt, the Main Board excludes GEM
“Main Board Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended from time to time
“Proposed Transfer of Listing”	the proposed transfer of the listing of the Shares from GEM to the Main Board pursuant to the relevant provisions of the GEM Listing Rules and the Main Board Listing Rules
“SFO”	the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Share(s)”	ordinary share(s) of HK\$0.01 each in the share capital of the Company
“Shareholders”	holder(s) of the Share(s)
“Share Option Scheme”	the share option scheme adopted by the Company pursuant to the resolution passed by the Shareholders on 3 June 2013
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

By order of the Board
KVB Kunlun Financial Group Limited
Liu Stefan
Executive Director

Hong Kong, 30 August 2017

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

Executive Directors

Mr. Liu Stefan

Mr. Ng Chee Hung Frederick

Non-executive Directors

Mr. Li Zhi Da

Mr. Stephen Gregory McCoy

Independent Non-executive Directors

Ms. Zhao Guixin

Mr. Cornelis Jacobus Keyser

Mr. Lin Wenhui

This announcement, for which the directors of the Company 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 of the Company, 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 at www.hkgem.com and on the website of the Company at www.kvblastco.com for a minimum period of seven days from the date of publication.