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萬隆控股集團有限公司  
Ban Loong Holdings Limited

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 30)**

**DISCLOSEABLE TRANSACTION –  
PROVISION OF FINANCIAL ASSISTANCE  
IN RELATION TO RENEWAL OF LOAN**

The Board wishes to announce that on 29 January 2019, the Lender (a wholly-owned subsidiary of the Company) and the Borrower entered into the Forth Loan Renewal Agreement, pursuant to which the Lender agreed to renew the Loan in the aggregate principal amount of HK\$17.5 million to be repayable on 5 February 2020.

As the percentage ratios under Rule 14.07 of the Listing Rules in respect of the monetary advantage together with the value of the financial assistance pursuant to the renewal of the Loans under the Forth Loan Renewal Agreement (under the assets and consideration ratios) and the interest income for the Loans during the period so renewed (under the revenue and profits ratios), when aggregated with the monetary advantage or interest income derived under the Loans prior to such renewal, are more than 5% but less than 25%, the renewal of the Loans under the Forth Loan Renewal Agreement constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules and is therefore subject to the reporting and announcement requirements under the Listing Rules.

The Board wishes to announce that on 29 January 2019, the Lender (a wholly-owned subsidiary of the Company) and the Borrower entered into the Forth Loan Renewal Agreement, pursuant to which the Lender agreed to renew the Loans in the aggregate principal amount of HK\$17.5 million to be repayable on 5 February 2020.

## **THE LOAN AGREEMENTS AND THE LOAN RENEWAL AGREEMENTS**

The Loan was granted under three Loan Agreements dated 7 February 2018, 2 March 2018 and 9 July 2018, respectively. The principal terms of the Loan Agreements and the Loan Renewal Agreements are as follows:

|                        | <b>First Loan Agreement</b>   | <b>Second Loan Agreement</b>  | <b>Third Loan Agreement</b>   |
|------------------------|---|---|---|
| <b>Date:</b>           | 7 February 2018   | 2 March 2018  | 9 July 2018   |
| <b>Lender:</b>         | Ban Loong Finance<br>Company Limited  | Ban Loong Finance<br>Company Limited  | Ban Loong Finance<br>Company Limited  |
| <b>Borrower:</b>       | The Customer  | The Customer  | The Customer  |
| <b>Loan principal:</b> | HK\$6 million   | HK\$3 million   | HK\$8.5 million   |
| <b>Interest rate:</b>  | 18.0% per annum   | 18.0% per annum   | 18.0% per annum   |
| <b>Collateral:</b>     | Personal guarantee is<br>provided by the sole<br>director of the<br>Borrower. | Personal guarantee is<br>provided by the sole<br>director of the<br>Borrower. | Personal guarantee is<br>provided by the sole<br>director of the<br>Borrower. |
| <b>Loan period:</b>    | Twelve months   | Six months  | Six months  |
| <b>Drawdown:</b>       | 9 February 2018   | 6 March 2018  | 11 July 2018  |
| <b>Repayment date:</b> | 8 February 2019   | 5 September 2018  | 10 January 2019   |

|                        | <b>First Loan Agreement</b>  | <b>Second Loan Agreement</b>   | <b>Third Loan Agreement</b>  |
|------------------------|--|--|--|
| <b>First renewal:</b>  | Renewed for eleven months and 28 days until 5 February 2020 under the same terms and conditions (including interest rate) pursuant to the Forth Loan Renewal Agreement | Renewed for four months until 5 January 2019 under the same terms and conditions (including interest rate) pursuant to the First Loan Renewal Agreement    | Renewed for 26 days until 5 February 2019 under the same terms and conditions (including interest rate) pursuant to the Third Loan Renewal Agreement       |
| <b>Second renewal:</b> | N/A  | Renewed for one month until 5 February 2019 under the same terms and conditions (including interest rate) pursuant to the Second Loan Renewal Agreement    | Renewed for twelve months until 5 February 2020 under the same terms and conditions (including interest rate) pursuant to the Forth Loan Renewal Agreement |
| <b>Third renewal:</b>  | N/A  | Renewed for twelve months until 5 February 2020 under the same terms and conditions (including interest rate) pursuant to the Forth Loan Renewal Agreement | N/A  |

## **INFORMATION ON THE BORROWER**

The Borrower is a company incorporated in Hong Kong with limited liability which is engaged in trading of clothing and seafood. To the best of the knowledge, information and belief of the Directors having made all reasonable enquiry, each of the Borrower and its ultimate beneficial owner(s) is a third party independent of the Company and its connected persons (as defined under the Listing Rules).

## **REASONS FOR AND BENEFITS OF THE ENTERING INTO THE FORTH LOAN RENEWAL AGREEMENT**

The principal activity of the Company is investment holding. Its subsidiaries are principally engaged in mining operations, money lending and trading of goods and commodities. The Lender is a company incorporated in Hong Kong with limited liability, a wholly-owned subsidiary of the Company and a licensed money lender in Hong Kong registered under Money Lenders Ordinance, Chapter 163 of the Laws of Hong Kong. The granting of the Loans to the Borrower pursuant to the Loan Agreements and the renewal of the Loans under the Forth Loan Renewal Agreement are in the ordinary course of business of the Group. The Lender has financed the Loans with the Group's internal cash resources.

The terms of the Loan Agreements (including the interest rate and the term of loan) and the Forth Loan Renewal Agreement were negotiated on an arm's length basis between the Lender and the Borrower and were on normal commercial terms based on the Company's credit policy. Taking into account the results of the Company's due diligence on the financial background and repayment ability of the Borrower and the stable interest income expected to be generated from the Loans and its renewals, the Directors consider that the terms of the Loan Agreements (including the interest rate and term of loan) and the Forth Loan Renewal Agreement are fair and reasonable and the entering into of the Loan Agreements and the Forth Loan Renewal Agreement is in the interests of the Company and its shareholders as a whole.

## **LISTING RULES IMPLICATIONS**

As the percentage ratios under Rule 14.07 of the Listing Rules in respect of the monetary advantage together with the value of the financial assistance pursuant to the renewal of the Loans under the Forth Loan Renewal Agreement (under the assets and consideration ratios) and the interest income for the Loans during the period so renewed (under the revenue and profits ratios), when aggregated with the monetary advantage or interest income derived under the Loans prior to such renewal, are more than 5% but less than 25%, the renewal of the Loans under the Forth Loan Renewal Agreement constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules and is therefore subject to the reporting and announcement requirements under the Listing Rules.

## **DEFINITIONS**

In this announcement, the following expressions have the following meanings:

|                                |   |
|--------------------------------|---|
| “Board”                        | the board of Directors  |
| “Borrower” or “Customer”       | a company incorporated in Hong Kong with limited liability  |
| “Company”                      | Ban Loong Holdings Limited, a company incorporated in Bermuda with limited liability and the shares of which are listed on the Main Board of the Stock Exchange with stock code: 30 |
| “Director(s)”                  | the director(s) of the Company  |
| “First Loan”                   | the loan with the principal amount of HK\$6 million granted by the Lender to the Borrower pursuant to the loan agreement dated 7 February 2018                                      |
| “First Loan Renewal Agreement” | the loan renewal agreement dated 6 August 2018 entered into between the Lender and the Borrower in respect of the renewal of the Second Loan to be repayable on 5 January 2019      |

|                                 |  |
|---------------------------------|--|
| “Forth Loan Renewal Agreement”  | the loan renewal agreement dated 29 January 2019 entered into between the Lender and the Borrower in respect of the renewal of the Loans to be repayable on 5 February 2020      |
| “Group”                         | the Company and its subsidiaries   |
| “HK\$”                          | Hong Kong Dollars, the lawful currency of Hong Kong  |
| “Hong Kong”                     | the Hong Kong Special Administrative Region of the People’s Republic of China  |
| “Lender”                        | Ban Loong Finance Company Limited, a company incorporated in Hong Kong with limited liability and a wholly-owned subsidiary of the Company                                       |
| “Listing Rules”                 | the Rules Governing the Listing of Securities on the Stock Exchange  |
| “Loans”                         | the First Loan, the Second Loan and the Third Loan   |
| “Loan Agreements”               | three loan agreements dated 7 February 2018, 2 March 2018 and 9 July 2018 entered into between the Lender and the Borrower in respect of the Loan                                |
| “Loan Renewal Agreements”       | the First Loan Renewal Agreement, the Second Loan Renewal Agreement, the Third Loan Renewal Agreement and the Forth Loan Renewal Agreement                                       |
| “Second Loan”                   | the loan with the principal amount of HK\$3 million granted by the Lender to the Borrower pursuant to the loan agreement dated 2 March 2018                                      |
| “Second Loan Renewal Agreement” | the loan renewal agreement dated 5 January 2019 entered into between the Lender and the Borrower in respect of the renewal of the Second Loan to be repayable on 5 February 2019 |

|                                |   |
|--------------------------------|---|
| “Stock Exchange”               | The Stock Exchange of Hong Kong Limited   |
| “Third Loan”                   | the loan with the principal amount of HK\$8.5 million granted by the Lender to the Borrower pursuant to the loan agreement dated 9 July 2018                                    |
| “Third Loan Renewal Agreement” | the loan renewal agreement dated 5 January 2019 entered into between the Lender and the Borrower in respect of the renewal of the Third Loan to be repayable on 5 February 2019 |

By order of the Board  
**Ban Loong Holdings Limited**  
**Chow Wang**  
*Chairman & Chief Executive Officer*

Hong Kong, 29 January 2019

*As at the date of this announcement, the Board of the Company comprises:*

*Executive Directors:*

Mr. Chow Wang (*Chairman & Chief Executive Officer*)  
Mr. Chu Ka Wa (*Chief Financial Officer*)  
Mr. Wang Zhaoqing (*Chief Operating Officer*)

*Non-executive Director:*

Mr. Fong For

*Independent Non-executive Directors:*

Mr. Jiang Zhi  
Mr. Leung Ka Kui, Johnny  
Ms. Wong Chui San, Susan