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**太陽國際集團有限公司**  
**SUN INTERNATIONAL GROUP LIMITED**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock code: 8029)**

**DISCLOSEABLE TRANSACTION**  
**PROVISION OF FINANCIAL ASSISTANCE**

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The Board announces that on 15 May 2017, Sun Finance, a wholly-owned subsidiary of the Company, as lender entered into the Loan Agreement with Customer C as borrower, pursuant to which Sun Finance has agreed to provide the secured loan in the amount of HK\$24,000,000 to Customer C for a term of six calendar months from the Drawdown Date.

**GEM LISTING RULES IMPLICATIONS**

The grant of the Loan under the Loan Agreement constitutes financial assistance provided by the Company within the meaning of the GEM Listing Rules.

As the Prior Loan and the Loan were granted within a twelve-month period, the transactions under each of the Loan Agreement and the Prior Loan Agreement require aggregation under Rule 19.22 of the GEM Listing Rules. As one or more of the applicable percentage ratios in respect of the Loan and the Prior Loan exceeds 5% but are less than 25%, the grant of the Loan and the Prior Loan constitutes a discloseable transaction for the Company under Chapter 19 of the GEM Listing Rules and is subject to notification and announcement requirements pursuant to Chapter 19 of the GEM Listing Rules.

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## **LOAN AGREEMENT**

Date of agreement:	15 May 2018
Lender:	Sun Finance
Borrower:	Customer C
Principal amount of the Loan:	HK\$24,000,000
Interest:	24% per annum payable monthly in arrears on the 18th calendar day of each month
Default interest:	2% per month on the Loan from the date of default until the date that such Loan is fully repaid
Term:	Fixed term of six calendar months commencing from the Drawdown Date
Security:	Security over mortgage executed by Timing Sky in favour of Sun Finance in respect of 13,559,530 issued shares of the Licensed Corporation, representing approximately 22.4% of the issued share capital of the Licensed Corporation  The Licensed Corporation is a corporation licensed under the SFO to carry out type 1 (dealing in securities) and type 4 (advising on securities) regulated activities under the SFO
Repayment:	The loan together with interest thereon and any other sums shall be fully paid by Customer C to Sun Finance on or before 18 November 2018 or such other date and on such other terms as mutually agreed by Sun Finance and Customer C
Prepayment:	Customer C shall have an option at any time to make early repayment of the whole or part of the outstanding amounts owing by Customer C after the Drawdown Date by notice in writing to Sun Finance

## **FUNDING OF THE LOAN**

The Group financed the Loan with its internal resources.

## **INFORMATION ON CUSTOMER C**

Customer C is an existing customer of the Group. Timing Sky is a company incorporated in Hong Kong with limited liability and is owned as to 90.9% by Customer C and as to 9.1% by an Independent Third Party. Timing Sky is principally engaged in investment holding.

To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, each of Customer C and Timing Sky Investment Limited is an Independent Third Party.

## **FINANCIAL ASSISTANCE GIVEN TO CUSTOMER C OVER THE PAST 12 MONTHS**

Prior to the entering into of the Loan Agreement, Sun Finance as lender has entered into a loan agreement (the “**Prior Loan Agreement**”) with Customer C on 18 November 2017 for the grant of secured loan in the principal amount of HK\$24,000,000 to Customer C for a term of six calendar months commencing from 18 November 2017. As at the date of this announcement, the aggregate amount of interest paid to Sun Finance under the Prior Loan Agreement amounted to approximately HK\$2.9 million. The loan under the Loan Agreement was used to settle all the outstanding principal amounts under the Prior Loan Agreement.

## **REASONS FOR AND BENEFITS OF THE PROVISION OF THE LOAN**

The Company is an investment holding company. The Group is principally engaged in the provision of equity services, the provision of type 1 (dealing in securities), type 2 (dealing in futures contracts), type 4 (advising on securities), type 5 (advising on futures contracts) and type 9 (asset management) regulated activities under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) in Hong Kong, and the money lending business.

Sun Finance is a wholly-owned subsidiary of the Company and is a money lender licensed in Hong Kong under the provisions of the Money Lenders Ordinance. Sun Finance conducts money lending business solely in Hong Kong through the provision of unsecured loan and secured loan to its customers, including individuals and corporations.

The terms of the Loan Agreement were negotiated on an arm’s length basis between Sun Finance and Customer C with reference to the prevailing market interest rates. The Directors are of the view that the terms of the Loan Agreement were entered into on normal commercial terms based on the Group’s credit policy. Based on the foregoing and a stable revenue and cashflow stream from the interest income being 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.

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## **DEFINITIONS**

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

“Board”	the board of Directors
“Company”	Sun International Group Limited, a company incorporated in the Cayman Islands with limited liability, the issued shares of which are listed on the GEM
“connected person(s)”	as the meaning ascribed to it under the GEM Listing Rules
“Customer C”	the borrower under the Loan Agreement, being an individual and an Independent Third Party
“Directors”	the Directors of the Company
“Drawdown Date”	18 May 2018, being the date on which the Loan was drawn
“GEM”	the GEM operated by the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Independent Third Party(ies)”	third party(ies) independent of the Company and its connected person(s)
“Licensed Corporation”	a company incorporated in Hong Kong and licensed to carry out type 1 (dealing in securities) and type 4 (advising on securities) regulated activities under the SFO

“Loan Agreement”	the loan agreement dated 15 May 2018 entered into between Sun Finance and Customer C in respect of the Loan
“Loan”	the secured loan in the principal amount of HK\$24,000,000 provided by Sun Finance to Customer C under the Loan Agreement
“Money Lenders Ordinance”	the Money Lenders Ordinance (Chapter 163 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Sun Finance”	Sun Finance Company Limited, a company incorporated in Hong Kong with limited liability and a wholly-owned subsidiary of the Company
“Timing Sky”	Timing Sky Investment Limited, a company incorporated in Hong Kong with limited liability
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong

By Order of the Board  
**Sun International Group Limited**  
**Cheng Ting Kong**  
*Chairman*

Hong Kong, 18 May 2018

*As at the date of this announcement, the Board comprises three executive directors, namely, Mr. Cheng Ting Kong, Ms. Cheng Mei Ching and Mr. Lui Man Wah and three independent nonexecutive Directors, namely, Mr. Chan Tin Lup, Trevor, Mr. Tou Kin Chuen and Mr. Jim Ka Shun.*

*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 issuer. 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 document misleading.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the date of posting and on the designed website of this Company at <http://www.sun8029.com/>.*