

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



GOLDBOND GROUP HOLDINGS LIMITED

金榜集團控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 00172)

CONTINUING CONNECTED TRANSACTION

On 22 April 2016, Genuine Glory, as tenant, entered into the Lease with Golden Palms, as landlord, in respect of the tenancy of premises of portions of Unit 3901 on 39/F., Tower One, Lippo Centre, 89 Queensway, Hong Kong as office.

Since Golden Palms is beneficially owned by a discretionary trust of which Ms. Wong, being a Director, is an eligible beneficiary, the entering into the Lease constituted a continuing connected transaction of the Company under the Listing Rules for Golden Palms is a connected person of the Company.

Given the annual rental payable by the Company to Golden Palms under the Lease represents less than 25% of the applicable percentage ratios of the Company (as defined in the Listing Rules) and is less than HK\$10,000,000, the entering into the Lease will be subject to reporting and annual review requirements under the Listing Rules and does not require independent shareholders approval.

The Lease

Parties:	Golden Palms as the landlord and Genuine Glory as the tenant
Premises:	approximately 7,848 square feet located at the Premises
Term:	1 May 2016 to 30 April 2019 (both dates inclusive)
Rent:	HK\$392,400 a month, exclusive of management fees, rates, government rent and operating expenses (such as electricity expenses), payable in advance, which is determined with reference to the current market rent of the Premises as assessed by an independent qualified property valuer

The Group is principally engaged in provision of financial services targeting small and medium size enterprises in the People's Republic of China and the holding of interests in joint ventures. Golden Palms is principally engaged in property investment.

The Premises have been used by the Group as office since February 2015. To save relocation costs upon the expiry of such tenancy at the end of April 2016, the Group entered into the Lease with Golden Palms. Golden Palms is beneficially owned by a discretionary trust of which, Ms. Wong, being a Director, is an eligible beneficiary, and therefore a connected person of the Company pursuant to the Listing Rules. The entering into the Lease constituted a continuing connected transaction of the Company pursuant to Rule 14A.31 of the Listing Rules. Given the annual rental payable by the Company as stated above represents less than 25% of the applicable percentage ratios of the Company (as defined in the Listing Rules) and is less than HK\$10,000,000, the Lease will be subject to reporting, announcement and annual review requirements under the Listing Rules and does not require independent shareholders approval.

The Board (including the independent non-executive directors) considers that the Lease was entered into in the ordinary and usual course of business of the Group, and terms as contained therein, are on normal commercial terms, fair and reasonable and in the interests of the Group and the Company's shareholders as a whole. Ms. Wong and Mr. Wong Yu Lung, Charles (a Director and the father of Ms. Wong) have abstained from voting on the relevant resolutions approving the Lease.

Based on the foregoing, the aggregate annual rental payable by the Group to Golden Palms under the Lease for each of the financial year ended 31 March 2017, 2018 and 2019 will not be more than HK\$4,708,800 which is also the annual cap for the continuing connected transaction of the Company for the three financial years.

Definitions

“Board”	the board of Directors
“Company”	Goldbond Group Holdings Limited
“Director(s)”	the director(s) of the Company
“Genuine Glory”	Genuine Glory Investments Limited, a limited liability company incorporated in Hong Kong and it is wholly-owned by the Company
“Group”	the Company and its subsidiaries
“Golden Palms”	Golden Palms Development Limited, a company beneficially owned by a discretionary trust of which Ms. Wong is an eligible beneficiary
“Lease”	the lease of the Premises entered into between Genuine Glory and the Golden Palms on 22 April 2016
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Ms. Wong”	Ms. Wong, Michelle Yatyee, a Director

“HK\$” Hong Kong dollars, the lawful currency of Hong Kong

“%” per cent.

“Premises” portions of Unit 3901 on 39/F., Tower One, Lippo Centre, 89
Queensway, Hong Kong

By order of the Board
Kelly Li
Company Secretary

Hong Kong, 22 April 2016

As at the date of this announcement, the Board comprises Mr. Wang Jun, Mr. Wong Yu Lung, Charles, Mr. Ding Chung Keung and Ms. Wong, Michelle Yatyee (all being executive Directors), Mr. Ma Ho Fai SBS JP, Mr. Cheng Yuk Wo and Mr. Ng Chi Keung MH (all being independent non-executive Directors).