

*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)**

### **DISCLOSEABLE TRANSACTION SUBSCRIPTIONS OF PRINCIPAL-PROTECTED STRUCTURED DEPOSIT**

The Board wishes to announce that Shanghai Goldbond, an indirect wholly-owned subsidiary of the Company, executed the Structured Deposit Agreement on 20 November 2018 with China Minsheng Bank pursuant to which Shanghai Goldbond subscribed for principal-protected and floating income structured deposit issued by China Minsheng Bank for RMB14,400,000.

As the applicable percentage ratios calculated pursuant to Rule 14.07 of the Listing Rules in respect of the subscription amounts of RMB57,500,000 on an aggregated basis with the outstanding Structured Deposits of a similar nature executed by the Group on 7 June 2018, 12 September 2018 and 9 November 2018 with the same bank exceed 5% but less than 25%, the transactions constitute discloseable transactions for the Company under Chapter 14 of the Listing Rules and is therefore subject to the reporting and announcement requirements under the Listing Rules.

#### **STRUCTURED DEPOSIT AGREEMENT EXECUTED ON 7 JUNE 2018**

A summary of the principal terms of the Structured Deposit Agreement executed by Shanghai Goldbond on 7 June 2018 with China Minsheng Bank are set out as follows:

Date	:	7 June 2018
Parties	:	Shanghai Goldbond, as the subscriber and China Minsheng Bank, as the bank
Type of the Structured Deposit	:	Principal-protected and floating income structured deposit
Principal amount	:	RMB14,600,000
Term	:	183 days commencing from 7 June 2018 and expiring on 7 December 2018

Expected income	:	0% to 4.65% per annum (if 3 months US Dollar LIBOR falls within 0% to 3.95% per annum, the income will be 4.55% to 4.65% per annum, calculated on a daily basis; otherwise 0%)
Early termination	:	The principal subscription amount can only be withdrawn at maturity

### **STRUCTURED DEPOSIT AGREEMENT EXECUTED ON 12 SEPTEMBER 2018**

A summary of the principal terms of the Structured Deposit Agreement executed by Shanghai Goldbond on 12 September 2018 with China Minsheng Bank are set out as follows:

Date	:	12 September 2018
Parties	:	Shanghai Goldbond, as the subscriber and China Minsheng Bank, as the bank
Type of the Structured Deposit	:	Principal-protected and floating income structured deposit
Principal amount	:	RMB14,000,000
Term	:	181 days commencing from 12 September 2018 and expiring on 12 March 2019
Expected income	:	0% to 4.15% per annum (if 3 months US Dollar LIBOR falls within 0% to 4.15% per annum, the income will be 4.05% to 4.15% per annum, calculated on a daily basis; otherwise 0%)
Early termination	:	The principal subscription amount can only be withdrawn at maturity

### **STRUCTURED DEPOSIT AGREEMENT EXECUTED ON 9 NOVEMBER 2018**

A summary of the principal terms of the Structured Deposit Agreement executed by Shanghai Goldbond on 9 November 2018 with China Minsheng Bank are set out as follows:

Date	:	9 November 2018
Parties	:	Shanghai Goldbond, as the subscriber and China Minsheng Bank, as the bank
Type of the Structured Deposit	:	Principal-protected and floating income structured deposit
Principal amount	:	RMB14,500,000
Term	:	181 days commencing from 9 November 2018 and expiring on 9 May 2019

Expected income	:	0% to 4.10% per annum (if 3 months US Dollar LIBOR falls within 0% to 4.85% per annum, the income will be 4.00% to 4.10% per annum, calculated on a daily basis; otherwise 0%)
Early termination	:	The principal subscription amount can only be withdrawn at maturity

### **STRUCTURED DEPOSIT AGREEMENT EXECUTED ON 20 NOVEMBER 2018**

A summary of the principal terms of the Structured Deposit Agreement executed by Shanghai Goldbond on 20 November 2018 with China Minsheng Bank are set out as follows:

Date	:	20 November 2018
Parties	:	Shanghai Goldbond, as the subscriber and China Minsheng Bank, as the bank
Type of the Structured Deposit	:	Principal-protected and floating income structured deposit
Principal amount	:	RMB14,400,000
Term	:	181 days commencing from 20 November 2018 and expiring on 20 May 2019
Expected income	:	0% to 4.10% per annum (if 3 months US Dollar LIBOR falls within 0% to 4.85% per annum, the income will be 4.00% to 4.10% per annum, calculated on a daily basis; otherwise 0%)
Early termination	:	The principal subscription amount can only be withdrawn at maturity

### **REASONS AND BENEFITS FOR ENTERING INTO THE STRUCTURED DEPOSIT AGREEMENT**

As the Structured Deposits offer better potential returns together with 100% principal protected features to Shanghai Goldbond when compared to the fixed-term deposit interest rates offered by commercial banks in the PRC, the Directors consider that the subscriptions for the Structured Deposits are on normal commercial terms negotiated at arm's length and are fair and reasonable and are in the interest of the Company and the Shareholders as a whole.

The subscriptions of the Structured Deposits were conducted on the premises that such investments would not adversely affect the working capital of the Company or the operation of the Company's principal business.

The Group is principally engaged in the provision of financing services and trading of goods in Hong Kong and the PRC and holding of interests in a joint venture and associates. Shanghai Goldbond is a limited liability company established in the PRC mainly engaged in the business of trading of goods.

## **INFORMATION ABOUT CHINA MINSHENG BANK**

China Minsheng Bank is a joint stock commercial bank and the H shares of which are listed on the Stock Exchange (Stock code: 01988). China Minsheng Bank and its subsidiaries mainly provide corporate and personal banking, treasury business, finance leasing, asset management and other financial services in the PRC.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, each of China Minsheng Bank and its ultimate substantial beneficial owners as publicly disclosed by China Minsheng Bank are third parties independent of the Company and its connected persons.

## **IMPLICATIONS UNDER THE LISTING RULES**

As the applicable percentage ratios calculated pursuant to Rule 14.07 of the Listing Rules in respect of the subscription amounts of RMB57,500,000 on an aggregated basis together with the outstanding Structured Deposits of a similar nature executed by the Group on 7 June 2018, 12 September 2018 and 9 November 2018 with the same bank exceed 5% but less than 25%, the transactions constitute discloseable transactions 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, unless the context otherwise requires, the following terms shall have the following meanings:

“Board”	the board of Directors
“China Minsheng Bank”	China Minsheng Banking Corp. Ltd., a joint stock commercial bank and H shares of which are listed on the Stock Exchange (stock code: 01988)
“Company”	Goldbond Group Holdings Limited (stock code: 00172), a company incorporated in Hong Kong with limited liability and the issued Shares of which are listed on the Main Board of the Stock Exchange
“Director(s)”	director(s) of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the People's Republic of China
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People's Republic of China, which shall, for the purpose of this announcement, excludes Hong Kong, Macau Special Administrative Region and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC

“Shanghai Goldbond”	Shanghai Goldbond Trading Company Limited* 上海金寓宏商貿有限公司, a company established in the PRC with limited liability and an indirect wholly-owned subsidiary of the Company
“Share(s)”	the ordinary share(s) in the share capital of the Company
“Shareholder(s)”	holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Structured Deposit(s)”	the structured deposit(s) issued by China Minsheng Bank, the main terms of which are summarised in this announcement
“Structured Deposit Agreement(s)”	the agreement executed by Shanghai Goldbond and China Minsheng Bank relating to the subscription(s) of the Structured Deposit(s)
“%”	per cent

\* *English translated name is for identification purpose only*

By order of the Board  
**Goldbond Group Holdings Limited**  
**Kelly Li**  
*Company Secretary*

Hong Kong, 20 November 2018

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