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**SYMPHONY**  
**SYMPHONY HOLDINGS LIMITED**  
新豐集團有限公司\*  
(Incorporated in Bermuda with limited liability)  
(Stock Code: 01223)

**DISCLOSEABLE TRANSACTION**  
**SUPPLEMENTAL LOAN AGREEMENT**

**THE SUPPLEMENTAL LOAN AGREEMENT**

The Board announces that on 19th July 2019, China Rise Finance, an indirect wholly-owned subsidiary of the Company, entered into a supplemental loan agreement with Customer A (“**Supplemental Loan Agreement**”) relating to the extension of the loan repayment date under a facility agreement entered into between China Rise Finance and Customer A on 19 February 2019 (“**Facility Agreement**”).

**LISTING RULES IMPLICATIONS**

As the applicable percentage ratio under Rule 14.07 of the Listing Rules in respect of the accumulated interest income of the Facility Agreement is more than 5% but less than 25%, the Loan granted under the Supplemental Loan 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 SUPPLEMENTAL LOAN AGREEMENT**

The Board announces that on 19th July 2019, China Rise Finance, an indirect wholly-owned subsidiary of the Company, entered into a Supplemental Loan Agreement with Customer A. China Rise Finance and Customer A initially entered into a loan agreement on 19<sup>th</sup> February 2019 whereby China Rise granted Customer A a loan in the amount of HK\$50,000,000 of which the repayment date is subsequently extended to 20<sup>th</sup> October 2019.

The key terms of the Supplemental Loan Agreement were as follows :

Date	19th July 2019
Lender	China Rise Finance
Borrower	Customer A
Principal	HK\$50,000,000
Interest rate	36% per annum
Repayment date	on or before 20 October 2019
Repayment	Customer A shall pay the interest on a monthly basis and repay the principal on the repayment date
Security	a charge on the shares of a main board listed company in favour of the Lender
Prepayment	provision of not less than one calendar month's advance notice to the Lender

#### **FUNDING OF THE LOAN**

China Rise Finance has funded the Loan through internal resources.

#### **INFORMATION ON CUSTOMER A**

Customer A is an existing customer of the Group with no contractual default record. To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, Customer A is a third party independent of the Company and its connected persons.

#### **INFORMATION ON THE COMPANY**

The Company is an investment holding company. Its principal business includes (i) retailing and provision of sourcing services for branded apparel, swimwear and accessories and the sourcing and trading of health supplement products; (ii) development and management of "PONY" trademarks; (iii) property investment and holding; (iv) management and operation of outlet malls; (v) provision of financial services (including securities brokerage, margin financing, money lending, underwriting and placing of listed securities and financial consultancy services); and (vi) operation of duty-free shops.

#### **REASONS FOR THE SUPPLEMENTAL LOAN AGREEMENT**

The extension of the Loan to Customer A pursuant to the Supplemental Loan Agreement is in the ordinary and usual course of business of the Company. The terms of the Supplemental Loan Agreement were negotiated on an arm's length basis between China Rise Finance and Customer A and on normal commercial terms. Taking into account the fact that interest income can be generated from this lending activity, the Directors believe that the terms of the

Supplemental Loan Agreement are fair and reasonable and in the interests of the Company and its shareholders as a whole.

## **LISTING RULES IMPLICATIONS**

As the applicable percentage ratio under Rule 14.07 of the Listing Rules in respect of the accumulated interest income of the Facility Agreement is more than 5% but less than 25%, the Loan granted under the Supplemental Loan 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”	board of directors of the Company
“Business Day(s)”	a day (excluding Saturday and Sunday) on which banks are open for business in Hong Kong
“China Rise Finance”	China Rise Finance Co., Limited, a company incorporated in Hong Kong with limited liability with money lender licence registered under Money Lenders Ordinance (Chapter 163 of the Laws of Hong Kong), which is an indirect wholly-owned subsidiary of the Company
“Company”	Symphony Holdings Limited, a company incorporated in Bermuda with limited liability, the shares of which are listed on the main board of the Stock Exchange (Stock code : 01223)
“Customer A”	a third party independent of the Company and its connected persons (as defined under the Listing Rules)
“Directors”	the director(s) of the Company
“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
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Loan”	the loan in the principal amount of HK\$50,000,000
“Supplemental Loan Agreement”	the loan agreement dated 19 <sup>th</sup> July 2019 entered into between China Rise Finance and Customer A

“Stock Exchange”

the Stock Exchange of Hong Kong Limited

“%”

per cent

By order of the Board  
**Symphony Holdings Limited**  
**Cheng Tun Nei**  
*Chairman*

Hong Kong, 19 July 2019

As at the date of this announcement, the Directors are:

Executive Directors:	Mr. Cheng Tun Nei ( <i>Chairman &amp; Chief Executive Officer</i> ) Mr. Chan Kar Lee Gary Mr. Lee Cheung Ming
Independent non-executive Directors:	Mr. Shum Pui Kay Mr. Wah Wang Kei Jackie Mr. Chow Yu Chun Alexander