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**Astrum Financial Holdings Limited**

阿仕特朗金融控股有限公司

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8333)**

## **DISCLOSURE PURSUANT TO RULES 17.15 AND 17.17 OF THE GEM LISTING RULES**

This announcement is made by the Company in compliance with the disclosure requirement under Rules 17.15 and 17.17 of the GEM Listing Rules to disclose details of the relevant advance to an entity by an indirect wholly-owned subsidiary of the Company which exceeded 8% of the latest published consolidated total assets of the Group (as adjusted by the net proceeds from the Share Offer).

### **INTRODUCTION**

This announcement is made by Astrum Financial Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) in compliance with the disclosure requirement under Rules 17.15 and 17.17 of the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Under Rule 17.15 of the GEM Listing Rules, a general disclosure obligation arises where the relevant advance to an entity (as defined under Note 2 to Rule 17.14 of the GEM Listing Rules) by the Group exceeds 8% of the assets ratio as defined under Rule 19.07(1) of the GEM Listing Rules.

## ADVANCE TO AN ENTITY

Astrum Capital Management Limited (“**Astrum Capital**”), an indirect wholly-owned subsidiary of the Company, has been from time to time making advance on normal commercial terms to an entity (the “**Entity**”) to trade listed securities on the Stock Exchange by way of securities margin financing. On 10 August 2016, Astrum Capital made an advance of approximately HK\$20.4 million to the Entity to subscribe for placing shares (the “**Placing Shares**”) of China Green (Holdings) Limited (stock code: 904), the shares of which are listed on the Stock Exchange. As at 10 August 2016, the outstanding balance of the advance made by the Group to the Entity (the “**Advance**”) amounted to approximately HK\$20.4 million, representing approximately 8.8% of the latest published consolidated total assets of the Group as at 30 June 2016 (as adjusted by the net proceeds of approximately HK\$68.4 million from the issue of new shares of the Company under the share offer (the “**Share Offer**”) as disclosed in the announcement of the Company dated 13 July 2016) and approximately 14.4% of the latest published consolidated net assets of the Group as at 30 June 2016 (as adjusted by the net proceeds from the Share Offer).

Astrum Capital is principally engaged in the provision of securities dealing and brokerage services, placing and underwriting services, corporate finance advisory services, financing services including securities and initial public offering financing, and asset management services. The Advance made to the Entity is in the ordinary and usual course of business of Astrum Capital. The Advance is made at an interest rate of 8% per annum and is repayable in full on demand.

The Entity opened a securities account at Astrum Capital in December 2011 and is a high net worth individual. As at the date of this announcement, Astrum Capital has no record of default in repayment on the part of the Entity. To the best knowledge, information and belief of the directors of the Company, having made all reasonable enquiries, the Entity is an independent third party to the Company and is not connected with the directors, chief executives or substantial shareholders of the Company and its subsidiaries and their respective associates (as defined under the GEM Listing Rules).

The Advance was made on the basis of Astrum Capital’s credit assessments on the quality, liquidity and price volatility of the Placing Shares and all the securities under the Entity’s margin account maintained with Astrum Capital, and the creditworthiness and trading history of the Entity. The Placing Shares to be allotted to the Entity and all the securities under the margin account of the Entity maintained with Astrum Capital have been pledged as collateral in favour of Astrum Capital. After taking into account the factors as disclosed above in assessing the risks of the Advance, the Company considers that the risks involved in the Advance are relatively low.

## **GEM LISTING RULES IMPLICATION**

As the outstanding balance of the Advance as at 10 August 2016 exceeds 8% of the latest published consolidated total assets of the Group as at 30 June 2016 (as adjusted by the net proceeds from the Share Offer), the Company is under a general obligation to disclose the details of the Advance under Rules 17.15 and 17.17 of the GEM Listing Rules.

The Company will continue to monitor the Advance to the Entity and will comply with any further disclosure requirements (if necessary) and the relevant continuing disclosure requirements under Chapter 17 of the GEM Listing Rules for so long as the circumstances giving rise to such disclosure obligation continue to exist.

## **WAIVER FROM STRICT COMPLIANCE WITH RULE 17.17 OF THE GEM LISTING RULES**

In respect of the Advance, the Company has applied for a waiver from strict compliance with Rule 17.17 of the GEM Listing Rules in respect of the disclosure of the identity of the Entity.

By order of the Board

**ASTRUM FINANCIAL HOLDINGS LIMITED**

**Pan Chik**

*Chairman and Chief Executive Officer*

Hong Kong, 11 August 2016

*As at the date of this announcement, the directors of the Company are:*

### ***Executive Directors***

*Mr. Pan Chik (Chairman and Chief Executive Officer)*

*Mr. Kwan Chun Yee Hidulf*

*Mr. Cheung Hon Fai Bosco*

### ***Independent Non-executive Directors***

*Mr. Chan Chun Hong*

*Mr. Lee Tak Cheung Vincent*

*Mr. Lau Hon Kee*

*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 Company. 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 announcement misleading.*

*This announcement will remain on the “Latest Company Announcements” page of the Growth Enterprise Market website ([www.hkgem.com](http://www.hkgem.com)) for at least 7 days from the date of its publication. This announcement will also be published on the website of the Company ([www.astrum-capital.com](http://www.astrum-capital.com)).*