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財華社
FINET

FINET GROUP LIMITED

財華社集團有限公司

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock code: 8317)

CLARIFICATION ANNOUNCEMENT

References are made to (1) the circular (the “**Circular**”) of Finet Group Limited (the “**Company**”), the notice of special general meeting (the “**First Notice**”) and the proxy form (the “**First Proxy Form**”) all published on 23 May 2017 in relation to the initial special general meeting held on 12 June 2017 (the “**First SGM**”) about the major transaction concerning proposed disposal of a subsidiary; and (2) the announcement in relation to this major transaction and the reconvening of the adjourned special general meeting (the “**Announcement**”), the notice of adjourned special general meeting (the “**Second Notice**”) and the revised proxy form (the “**Second Proxy Form**”) all published on 26 June 2017 in relation to the adjournment of the SGM. Capitalised terms used herein shall have the same meanings as defined in the Circular and the Announcement unless otherwise specified herein.

As provided for in the Announcement, save for (a) an additional condition precedent contained in the Pink Angel Formal Agreement that the beneficial owner of the Pink Angel Vendor, namely, the Company, shall have obtained (i) the approval of its Shareholders on the Pink Angel Disposal by way of ordinary resolution(s) at a general meeting of the Company; and (ii) any necessary approval required by the Stock Exchange (if any), which is a usual and customary condition precedent for a transaction of this type; and (b) the Pink Angel Completion Date being changed to 12 July 2017 (or such other date as the Pink Angel Vendor and the Pink Angel Purchaser may agree in writing), all the terms of the Pink Angel Formal Agreement are similar to those of the Pink Angel Provisional Agreement, including the amount of the Pink Angel Consideration and the payment schedule as disclosed in the Circular. As such, the resolution for the Reconvened SGM will be approving the same transaction as stated in the First Notice. Accordingly, the Board wishes to clarify that, save for the fact that Ms. Lo has indicated that solely for the purpose of dispelling any doubts any Shareholder may have about the transaction, she and her associates will abstain from voting in favour of the Pink Angel Disposal at the forthcoming Reconvened SGM, hence any First Proxy(ies) lodged by her will be invalid for the Reconvened SGM, the First Proxy Form(s) which has/have already been submitted in respect of the First SGM shall continue to be valid and in full force for the purpose of the Reconvened SGM to be held at on Tuesday, 11 July 2017 at 10:00 a.m. at 30/F, Fortis Tower, 77–79 Gloucester Road, Wanchai, Hong Kong. Shareholders who have deposited the First Proxy Form(s) for the First SGM are not required to deposit a fresh set of proxy forms for the Reconvened SGM unless they so wish or they wish

to alter their instruction(s) given previously. Where a shareholder of the Company has deposited a First Proxy Form and also deposits a Second Proxy Form for the Reconvened SGM, the First Proxy Form shall be deemed to be revoked.

As provided for in the Second Notice and the Second Proxy Form, the Second Proxy Form should be lodged not less than 48 hours before the holding of the Reconvened SGM.

Any corporate representative letter(s) duly issued by any corporate Shareholder(s) for appointing authorised representative(s) to attend and vote at the First SGM shall continue to be valid for the duly authorised representative(s) to attend and vote on behalf of such corporate Shareholder(s) at the Reconvened SGM, unless the same have been validly revoked or replaced by new corporate representative letter(s) issued by the relevant corporate Shareholder(s) in replacement of the original ones prior to the Reconvened SGM.

Return of a form of proxy form, whether by using the First Proxy Form or the Second Proxy Form, shall not preclude a Shareholder from attending in person (or, in the case of a corporate Shareholder, appointing a corporate representative to attend on its behalf by a corporate representative letter duly issued by such corporate Shareholder) and voting at the Reconvened SGM or any adjournment thereof, should the Shareholder so wish.

By order of the Board
Finet Group Limited
Lo Yuk Yee
Chairman and Executive Director

Hong Kong, 30 June 2017

As at the date of this announcement, the executive Directors are Ms. Lo Yuk Yee, Mr. Chow Wing Chau and Mr. Yiu Wing Hei; and the independent non-executive Directors are Mr. Wong Wai Kin, Mr. Siu Siu Ling, Robert and Mr. Leung Chi Hung.

This announcement, for which the directors of the Company 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 GEM website at www.hkgem.com for at least seven days from the day of its posting and on the website of the Company at www.finet.hk.