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**新融宇**集團(控股)有限公司  
**Infinity** Financial Group (Holdings) Limited

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 1152)**

## **DISCLOSEABLE TRANSACTION FINANCE LEASE ARRANGEMENT**

On 5 July 2016, Shanxi Sino Top, an indirect wholly-owned subsidiary of the Company, has entered into the Finance Lease Agreement with Jiang Su World Trade pursuant to which Shanxi Sino Top has agreed to buy the Equipment from Jiang Su World Trade at a consideration of RMB20,000,000 (equivalent to approximately HK\$23,234,000) and Shanxi Sino Top has agreed to lease back the Equipment to Jiang Su World Trade for a term of one year.

As one or more of the applicable percentage ratio in respect of the Finance Lease Arrangement are more than 5% but less than 25%, the transaction contemplated under the Finance Lease Arrangement constitutes a discloseable transaction of the Company and is therefore subject to announcement but exempted from shareholders' approval requirements under Chapter 14 of the Listing Rules.

### **THE FINANCE LEASE ARRANGEMENT**

**Date:** 5 July 2016

**Parties:** Lessor: Shanxi Sino Top

Lessee: Jiang Su World Trade

**Equipment:** The Equipment comprises of certain machinery and equipment for the operation of procurement and sales of agricultural products business of Jiang Su World Trade

**Consideration:** RMB20,000,000, equivalent to approximately HK\$23,234,000

To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, Jiang Su World Trade and its ultimate beneficial owner are third parties independent of the Company and its connected persons.

The above consideration was determined by reference to the average fair market price of the Equipment of the same kind and after arm's length negotiation between the parties. The payment of the consideration will be satisfied entirely in case, which is expected to be funded by internal resources of the Company.

### **The Finance Lease Agreement**

Pursuant to the Finance Lease Agreement, Shanxi Sino Top will purchase the Equipment from Jiang Su World Trade at a consideration of RMB20,000,000 (equivalent to approximately HK\$23,234,000) and the Equipment will be leased back to Jiang Su World Trade for a term of one year, commencing from 5 July 2016 until 5 July 2017, at an aggregate lease consideration of RMB22,600,000 (equivalent to approximately HK\$26,254,400), which shall be paid by Jiang Su World Trade to Shanxi Sino Top at maturity, i.e. upon expiration of twelve months for the term of the Lease Period.

The terms of the Finance Lease Agreement have been agreed after arm's length negotiation between the parties with reference to the prevailing market practice.

### **Ownership of the Equipment**

During the Lease Period, the ownership of the Equipment will vest in Shanxi Sino Top. Upon expiry of the Lease Period and subject to the payment of the lease payment under the Finance Lease Agreement, Jiang Su World Trade has the right to purchase the Equipment from Shanxi Sino Top at an agreed amount of RMB1 upon the exercise of which the title of and all rights in the Equipment shall vest in Jiang Su World Trade.

### **Information of Shanxi Sino Top and Jiang Su World Trade**

Shanxi Sino Top is a limited liability company established in the PRC and is principally engaged in the development of the finance leasing business in the PRC.

Jiang Su World Trade is a limited liability company established in the PRC and is principally engaged in the business of procurement and sales of agricultural products in Jiang Su, the PRC.

### **REASONS FOR THE FINANCE LEASE ARRANGEMENT**

The Group is principally engaged in the finance leasing business.

The Directors consider the Finance Lease Arrangement will enable the Company to fully realize the benefits to be generated by leasing the Equipment to Jiang Su World Trade. The interest income as a result of the Finance Lease Arrangement is expected to be RMB2,600,000 (equivalent to approximately HK\$3,020,400) for the Lease Period. Such interest income is expected to be used by Shanxi Sino Top as general working capital.

The terms under the Finance Lease Arrangement have been agreed after arm's length negotiations between the parties thereto. The Directors are of the view that the terms in respect of the Finance Lease Arrangement are fair and reasonable and are in the interest of the Company and Shareholders as a whole.

## **LISTING RULES IMPLICATIONS**

As one or more of the applicable percentage ratio in respect of the Finance Lease Arrangement are more than 5% but less than 25%, the transaction contemplated under the Finance Lease Arrangement constitutes a discloseable transaction of the Company and is therefore subject to announcement but exempted from shareholders' approval requirements under Chapter 14 of the Listing Rules.

## **DEFINITIONS**

Unless the context requires otherwise, the following terms in the announcement shall have the following meanings:

“Company”	Infinity Financial Group (Holdings) Limited (stock code: 1152), a company incorporated in Bermuda with limited liability and the Shares of which are listed on the main board of the Stock Exchange;
“connected person(s)”	has the meaning as defined in the Listing Rules;
“Director(s)”	directors of the Company;
“Equipment”	certain machinery and equipment for the operation of procurement and sales of agricultural products business of Jiang Su World Trade;
“Finance Lease Agreement”	the finance lease agreement entered into between Shanxi Sino Top and Jiang Su World Trade on 5 July 2016;
“Finance Lease Arrangement”	the finance lease arrangement in relation to the finance lease by way of sale and leaseback of the Equipment under the Finance Lease Agreement;
“Group”	the Company and its subsidiaries;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“Lease Period”	a period of one year from 5 July 2016 until 5 July 2017;
“Listing Rules”	The Rules Governing the Listing of Securities on the Stock Exchange;
“PRC”	the People's Republic of China;
“RMB”	Renminbi, the lawful currency of the PRC;

“Shanxi Sino Top”	山西華威融資租賃有限公司 (translated as Shanxi Sino Top Leasing Company Limited), a limited liability company established in the PRC;
“Jiang Su World Trade”	江蘇世貿農業發展有限公司 (transliterated as Jiang Su World Trade Agricultural Development Company Limited*), a company established in the PRC with limited liability;
“Share(s)”	ordinary share(s) of HK\$0.005 each in the share capital of the Company; and
“Stock Exchange”	The Stock Exchange of Hong Kong Limited.

By order of the Board  
**Infinity Financial Group (Holdings) Limited**  
**Yu Xueming**  
*Chairman*

Hong Kong, 5 July 2016

*The exchange rate adopted in this announcement for illustration purposes only is RMB1.00 = HK\$1.1617.*

*As at the date of this announcement, the Board comprises four executive Directors namely, Mr. Yu Xueming (Chairman), Mr. Yu Chuanfu (Chief Executive Officer), Mr. Sit Yau Chiu and Mr. Zheng Qiang, one non-executive Director, namely, Mr. Chan Yee, Herman and three independent non-executive Directors, namely, Mr. Wang Wei Hung Andrew, Mr. Sin Ka Man and Mr. Zhao Lixin.*

\* *For identification purpose only*