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DA YU FINANCIAL HOLDINGS LIMITED

大禹金融控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1073)

DISCLOSEABLE TRANSACTION EXTENSION OF LOAN

THE TRANSACTION

On 10 January 2025 (after trading hours), the Lender, an indirect wholly-owned subsidiary of the Company, entered into the Supplemental Agreement with the Borrower, pursuant to which the parties to the Supplemental Agreement agreed to extend the repayment date of the Loan in the principal amount of HK\$9,000,000 to 17 December 2025, or such other date as may be agreed in writing between the Lender and the Borrower.

LISTING RULES IMPLICATIONS

As one of the applicable percentage ratios (as defined in the Listing Rules) in respect of the Transaction is more than 5% but less than 25%, the Transaction constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules and is therefore subject to the reporting and announcement requirements of the Listing Rules.

BACKGROUND

On 17 June 2024, the Lender and the Borrower entered into the Loan Agreement, pursuant to which the Lender granted the Loan in the principal amount of HK\$9,000,000 to the Borrower at an interest rate of 15.055556% for the first interest period and 11% per annum thereafter in accordance with the terms and conditions set out in the Loan Agreement.

The Lender received the drawdown notice from the Borrower on 17 June 2024.

The repayment date set out in the Loan Agreement was six (6) months from the drawdown date (i.e. 17 December 2024) or such other date as agreed in writing between the Lender and the Borrower.

Interests were fully paid by the Borrower under the Loan Agreement. As at the date of this announcement, the outstanding principal amount of the Loan is HK\$9,000,000.

As all applicable percentage ratios (as defined in the Listing Rules) in respect of the provision of the Loan under the Loan Agreement were less than 5%, such transaction was exempted from the reporting and announcement requirements of the Listing Rules when the Loan Agreement was entered on 17 June 2024.

THE TRANSACTION

On 10 January 2025 (after trading hours), the Lender, an indirect wholly-owned subsidiary of the Company, entered into the Supplemental Agreement with the Borrower, pursuant to which the parties to the Supplemental Agreement agreed to extend the repayment date of the Loan in the principal amount of HK\$9,000,000 to 17 December 2025, or such other date as may be agreed in writing between the Lender and the Borrower.

MAJOR TERMS OF THE SUPPLEMENTAL AGREEMENT

Date	:	10 January 2025
Lender	:	Mega Base Resources Limited
Borrower	:	Mr. Lee Eng Leong
Outstanding principal amount	:	HK\$9,000,000
Interest rate	:	(i) 13.616487% per annum for the interest period between 17 December 2024 and 16 January 2025; and (ii) 11% per annum thereafter
Repayment date	:	17 December 2025, or such other date as may be agreed in writing between the Lender and the Borrower

INFORMATION ON THE GROUP AND THE LENDER

The Company is an investment holding company and the Group is principally engaged in activities including dealing in securities, advising on securities, advising on corporate finance, asset management, money lending and securities and related services.

The Lender is wholly-owned owned by Morgan Finance Limited. Morgan Finance Limited is a direct wholly-owned subsidiary of the Company and holds the money lenders licence, which was granted by the licensing court pursuant to the Money Lenders Ordinance (Chapter 163 of the Laws of Hong Kong) and the Money Lenders Regulations, allowing Morgan Finance Limited to carry on money lending business in Hong Kong.

INFORMATION ON THE BORROWER

The Borrower is an individual who is a high income executive.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Borrower is an Independent Third Party.

REASONS FOR AND BENEFITS OF THE TRANSACTION

The Company is of the view that the Transaction is in the ordinary course of the Group's money lending business. The terms of the Supplemental Agreement have been arrived at by the Lender and the Borrower after arm's length negotiations, having regard to the commercial practice and the amount and the terms of the Loan. Having considered the financial background and repayment records of the Borrower and the interest income to be brought to the Group by the Loan, the Company considers that the terms of the Supplemental Agreement are on normal commercial terms and are fair and reasonable and in the interests of the Group and its shareholders as a whole.

LISTING RULES IMPLICATIONS

As one of the applicable percentage ratios (as defined in the Listing Rules) in respect of the Transaction is more than 5% but less than 25%, the Transaction constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules and is therefore subject to the reporting and announcement requirements of the Listing Rules.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following respective meanings:

“Board”	the board of Directors
“Borrower”	Mr. Lee Eng Leong
“Company”	Da Yu Financial Holdings Limited, a company incorporated in Cayman Islands with limited liability whose issued shares are listed on the Main Board of the Stock Exchange (stock code: 1073)
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Third Party(ies)”	party(ies) who is/are third party(ies) independent of the Company and its connected person(s) (as defined under the Listing Rules)
“Lender”	Mega Base Resources Limited, an indirect wholly-owned subsidiary of the Company

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Loan”	the loan of HK\$9,000,000 which the Lender granted to the Borrower pursuant to the terms and conditions of the Loan Agreement
“Loan Agreement”	the loan agreement entered into between the Lender and the Borrower on 17 June 2024, pursuant to which the Lender granted the Loan to the Borrower
“PRC”	the People’s Republic of China (excluding, for the purpose of this announcement, Hong Kong, Macao Special Administrative Region of the PRC and Taiwan)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supplemental Agreement”	the agreement supplemental to the Loan Agreement entered into between the Lender and the Borrower on 10 January 2025 (after trading hours)
“Transaction”	the extension of repayment date of the Loan by entering into the Supplemental Agreement
“%”	per cent.

By Order of the Board
DA YU FINANCIAL HOLDINGS LIMITED
Lee Wa Lun, Warren
Managing Director

Hong Kong, 10 January 2025

As at the date of this announcement, the Non-Executive Director is Mr. Kuo Jen-Hao (Chairman), the Executive Directors are Mr. Lee Wa Lun, Warren (Managing Director), Mr. Xu Haohao, Mr. Lam Chi Shing and Ms. Li Ming, and the Independent Non-Executive Directors are Mr. Chan Sze Chung, Mr. Suen Chi Wai and Mr. Sum Wai Kei, Wilfred.