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**China Child Care Corporation Limited**  
**中國兒童護理有限公司**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock code: 1259)**

**DISCLOSEABLE TRANSACTION**  
**PROVISION OF FINANCIAL ASSISTANCE TO**  
**INDEPENDENT THIRD PARTIES**

**PROVISION OF FINANCIAL ASSISTANCE**

The Board announces that, on 19 July 2017, the Lender entered into the Loan Agreement with the Borrowers, pursuant to which the Lender agreed to grant to the Borrowers, the Independent Third Parties, a loan with principal amount of HK\$95 million, bearing interest at a rate of 16% per annum, for a period of 36 months from the date of the Loan Agreement. The Loan is secured by the Property.

**LISTING RULES IMPLICATIONS**

As one of the applicable percentage ratios (as defined under the Listing Rules) in respect of the making of the Loan exceeds 5% but all the percentage ratios are less than 25%, the grant of the Loan constitutes a discloseable transaction of the Company pursuant to Chapter 14 of the Listing Rules.

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The principal terms of the Loan Agreement are summarised as follows:

## THE LOAN AGREEMENT

Date:	19 July 2017
Lender:	Queen's Finance Limited, a wholly-owned subsidiary of the Company and a licensed money lender in Hong Kong under the Money Lenders Ordinance
Borrowers:	Customer A and Customer B
	To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Borrowers are an Independent Third Party.
Security:	A third legal mortgage in respect of a residential property (the " <b>Property</b> ") located in South Island, Hong Kong with a current market value of approximately HK\$325 million as at 17 July 2017 (the " <b>Market Value</b> ")
Principal amount:	HK\$95,000,000
Term:	Thirty-six months from the date of the Loan Agreement
Interest:	16% per annum, interest shall be computed on a daily basis and payable yearly
Repayment:	yearly instalment payable on interest only and the loan wholly repayable at the expiration of the term of the loan

## INFORMATION ON CUSTOMER A

Customer A is an individual. To the best of the knowledge, information and belief of the Directors having made all reasonable enquiry, Customer A is an Independent Third Party.

## **INFORMATION ON CUSTOMER B**

Customer B is an investment holding company incorporated in Hong Kong with limited liability and is wholly-owned by Customer A. To the best of the knowledge, information and belief of the Directors having made all reasonable enquiry. Customer B is an Independent Third Party.

## **INFORMATION ON THE GROUP AND THE LENDER**

The principal activity of the Company is investment holding. The Group principally engages in design and provision of a board range of personal care products, including skin care products, body and hair care products and oral care products in the PRC and operation of an online platform focusing on the children, babies and parents markets, money lending business, trading of commodities, investment on securities and property investment.

The Lender is a wholly-owned subsidiary of the Company and is licensed to conduct money lending business in Hong Kong through the provision of unsecured and secured loans to customers under the provisions of the Money Lenders Ordinance.

## **REASONS FOR AND BENEFITS OF THE PROVISION OF THE LOAN**

The terms of the Loan Agreement were negotiated on an arm's length basis between Queen's Finance and the Borrowers, with reference to prevailing market interest rates and commercial practices. The Directors are of the view that the provision of the Loan is on normal commercial terms within the meaning of the Listing Rules. The Directors are of the view that the terms of the Loan Agreement was entered into on normal commercial terms based on the Group's credit policy. The Group has taken into account the market value of the mortgaged property, the outstanding mortgage loan due to the existing mortgagee and the background and creditability of the Customers. Based on the foregoing and a stable revenue and cashflow stream from the interest income is expected, the Directors consider that the terms of the Loan Agreement are fair and reasonable and the entering into of the Loan Agreement is in the interests of the Company and the Shareholders as a whole.

## **LISTING RULES IMPLICATIONS**

As one of the applicable percentage ratios in respect of the making of the Loan exceed 5% but all the percentage ratios are less than 25%, the grant of Loan constitutes a discloseable transaction of the Company pursuant to Chapter 14 of the Listing Rules.

## DEFINITIONS

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

“Board”	the board of Directors
“Borrowers”	Customer A and Customer B collectively
“Customer A”	being an individual and an Independent Third Party which entered into the Loan Agreement with Queen’s Finance
“Customer B”	being a company incorporated in Hong Kong with limited liability and an Independent Third Party which entered into the Loan Agreement with Queen’s Finance
“Company”	China Child Care Corporation Limited, a company incorporated in the Cayman Islands with limited liability, the issued shares of which are listed on the Stock Exchange (stock code: 1259)
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong Dollar, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Third Party”	a party independent of and not connected with the Company and its connected persons
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Loan ”	a mortgage loan in the amount of HK\$95 million granted by the Lender to Borrowers
“Loan Agreement”	the loan agreement dated 19 July 2017 entered into between the Lender and Borrowers

“Money Lenders Ordinance”	the Money Lenders Ordinance (Chapter 163 of the laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“PRC”	the People’s Republic of China which, for the purpose of this announcement, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Queen’s Finance” or “Lender”	Queen’s Finance Limited, a wholly-owned subsidiary of the Company, being the lender under the Loan Agreement
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	percentage

By order of the Board  
**China Child Care Corporation Limited**  
**Tsai Wallen**  
*Director*

Hong Kong, 19 July 2017

*As at the date of this announcement, the Board comprises (i) three executive directors, namely Mr. Tsai Wallen, Mr. Huang Xinwen and Mr. Ma Chi Ming; (ii) two non-executive directors, namely Mr. Li Zhouxin and Mr. Ren Yunan; and (iii) three independent non-executive directors, namely Ms. Chan Sze Man, Mr. Tsao Benedict and Mr. Ma Kwun Yung Stephen.*