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SINO PROSPER (GROUP) HOLDINGS LIMITED
中盈（集團）控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 766)

DISCLOSEABLE TRANSACTIONS
PROVISION OF LOANS TO INDEPENDENT THIRD PARTIES

On 9 April 2019, the Lender, an indirect wholly-owned subsidiary of the Company, entered into the Loan Agreements with each of the Borrowers separately. Except for the parties involved in and the principal loan amount of each of the Loan Agreements, other principal terms of the Loan Agreements are the same.

As one or more of the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the aggregated amount of each of the Loan Agreements with each of the Borrowers is more than 5% but less than 25%, the entering into each of the Loan Agreements by the Group and each of the Borrowers constitutes discloseable transactions of the Company under Chapter 14 of the Listing Rules and is therefore subject to the reporting and announcement requirements under the Listing Rules.

On 9 April 2019, the Lender, an indirect wholly-owned subsidiary of the Company, entered into the Loan Agreements with each of the Borrowers separately. Except for the parties involved in and the prinicpal loan amount of each of the Loan Agreements, other principal terms of the Loan Agreements are the same.

THE LOAN AGREEMENTS

The principal terms of the Loan Agreements are set out as below:

Date:	9 April 2019
Parties involved:	The Loan Agreement A:
	the Lender and the Borrower A, an Independent Third Party
	The Loan Agreement B:
	the Lender and the Borrower B, an Independent Third Party
Principal amount:	The Loan Agreement A:
	RMB7,500,000 (approximately HK$8,522,727)
	The Loan Agreement B:
	RMB7,500,000 (approximately HK$8,522,727)
Interest rate:	6.0% per annum on the respective loan amounts as set out in the respective Loan Agreements
Maturity date:	8 April 2020
Guarantee:	guaranteed by a guarantee company

The lending of the loans as set out in the Loan Agreements will be funded by internal resources of the Group.

INFORMATION OF THE GROUP, THE LENDER AND THE BORROWERS

The principal activity of the Company is investment holding. The Group is principally engaged in (i) the investment and operation in energy and natural resources (including precious metals) related projects and services; and (ii) the provision of loan financing and investment and management consultation services in the PRC.

The Lender is an indirect wholly-owned subsidiary of the Company and was established in the PRC. The Lender is principally engaged in the provision of loan financing and investment in the PRC.

The Borrowers are individuals who, to the best of the Directors' knowledge, informatic
belief having made all reasonable enquiries, Independent Third Parties not connected w
Company and its connected persons.

REASONS FOR AND BENEFITS OF THE PROVISION OF THE LOANS

The provision of the loans as set out in the Loan Agreements are transactions carried out as part of the ordinary and usual course of business of the Group and is expected to generate an aggregate of interest income of RMB900,000 (equivalent to approximately HK$1,022,727) for the Group.

The terms of the Loan Agreements (including the interest rate) were arrived at by the parties thereto after arm's length negotiations. The Directors consider that the terms of the Loan Agreements are normal commercial terms and are fair and reasonable and in the interest of the Company and the Shareholders as a whole.

IMPLICATIONS UNDER THE LISTING RULES

As one or more of the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the aggregated amount of each of the Loan Agreements with each of the Borrowers is more than 5% but less than 25%, the entering into each of the Loan Agreements by the Group and each of the Borrowers constitutes discloseable transactions of the Company under Chapter 14 of the Listing Rules and is therefore subject to the reporting and announcement requirements under the Listing Rules.

DEFINITIONS

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

"Board"	the board of Directors of the Company
"Borrowers"	Borrower A and Borrower B
"Borrower A"	an individual who, to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, is an Independent Third Party not connected with the Company and its connected persons
"Borrower B"	an individual who, to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, is an Independent Third Party not connected with the Company and its connected persons
"Company"	Sino Prosper (Group) Holdings Limited (中盈(集團)控股有限公司), a company incorporated in the Cayman Islands with limited liability and the Shares are listed on the Stock Exchange (Stock Code: 766)

"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) not connected person(s) of the Company and its subsidiaries and is (are) third party(ies) independent of the Company and connected persons of the Company
"Lender"	Jilin Ruixin Microfinance Co., Ltd. [吉林市瑞信小額貸款有限公司], a company established in the PRC with limited liability and an indirect wholly-owned subsidiary of the Company
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Loan Agreements"	together, the Loan Agreement A and the Loan Agreement B
"Loan Agreement A"	a loan agreement dated 9 April 2019 entered into between the Lender and the Borrower A in relation to the provision of the loan in the principal amount of RMB7,500,000 or approximately HK$8,522,727
"Loan Agreement B"	a loan agreement dated 9 April 2019 entered into between the Lender and the Borrower B in relation to the provision of the loan in the principal amount of RMB7,500,000 or approximately HK$8,522,727
"PRC"	The People's Republic of China, and for the purpose of this announcement only, excluding Hong Kong, the Macau Special Administrative Region of the People's Republic of China and Taiwan
"RMB"	Renminbi, the lawful currency of the PRC
"Share(s)"	ordinary share(s) of HK$0.01 each in the capital of the Company

"Shareholder(s)"	holder(s) of the issued Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited

By Order of the Board
Sino Prosper (Group) Holdings Limited
Leung Ngai Man
Chairman and Executive Director

Hong Kong, 10 April 2019

Unless otherwise specified, translation of RMB into HK$ in this announcement is based on the exchange of RMB0.88:HK$1.00.

** For identification purpose only.*

As at the date of this announcement, the executive Directors of the Company are Mr. Leung Ngai Man and Ms. Wong Li Fong, and the independent non-executive Directors of the Company are Mr. Miao Yanan, Mr. Cai Wei Lun and Mr. Zhang Qingkui.