

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

EASY REPAY FINANCE & INVESTMENT LIMITED

易還財務投資有限公司

(Continued in Bermuda with limited liability)

(Stock code: 8079)

CONNECTED TRANSACTION ASSIGNMENT OF LOAN

On 30 March 2017, Yvonne Credit entered into the Transfer Mortgage Agreement with Quick Money, pursuant to which Yvonne Credit agreed to assign and transfer, Quick Money agreed to accept the rights, title, interest and benefits in and to the Loan at a consideration of HK\$6,794,759.09.

HMV Digital is a substantial Shareholder of the Company and interested in approximately 11.86% of the issued share capital of the Company. Accordingly, HMV Digital and its subsidiaries are regarded as connected persons of the Company under the GEM Listing Rules. Therefore, the entering into of Transfer Mortgage Agreement constitutes connected transaction for the Company and is subject to reporting and announcement but exempted from independent shareholders' approval requirements under Chapter 20 of the GEM Listing Rules.

On 30 March 2017, Yvonne Credit entered into the Transfer Mortgage Agreement with Quick Money, pursuant to which Yvonne Credit agreed to assign and transfer, Quick Money agreed to accept the rights, title, interest and benefits in and to the Loan at a consideration of HK\$6,794,759.09.

TRANSFER MORTGAGE AGREEMENT

Date

30 March 2017

Parties

Assignor : Yvonne Credit Service Company Limited, being an indirect wholly-owned subsidiary of the Company

Assignee : Quick Money Finance Limited

Assets to be assigned

Pursuant to the Transfer Mortgage Agreement, Yvonne Credit agreed to assign and transfer, Quick Money agreed to accept the rights, title, interest and benefits in and to the Loan. The amount of Loan subject to assignment is HK\$6,794,759.09 being the outstanding loan amount pursuant to the Loan entered into between the Borrower and Yvonne Credit.

Details of the Loan is as follows:

LOAN

| | | |
|-------------------------|---|---|
| Borrower | : | Customer A |
| Outstanding loan amount | : | HK\$6,794,759.09 |
| Interest | : | 9.952% per annum |
| Loan Period | : | Expiring on 29 December 2036 or such later date to be agreed between Quick Money and the customer A |
| Security | : | One property located in Hong Kong with valuation of approximately HK\$8.2 million conducted by an independent property valuer on 12 December 2016 |

Yvonne Credit and Quick Money have not entered into any transactions within the past twelve months that need to be aggregated with the consideration pursuant to Rule 19.22 of the GEM Listing Rules.

INFORMATION OF QUICK MONEY AND BORROWER

Quick Money is a company incorporated in Hong Kong with limited liability, a wholly-owned subsidiary of HMV Digital, the substantial shareholder of the Company.

Customer A is an individual. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Borrower is the Independent Third Party and not connected with the Group.

The consideration is secured and carry an interest rate of 9.952% per annum respectively which was determined with reference to the factors including, among others, (i) the usual practice of the trade comparing to the Group's other clients; and (ii) the rules under section 24 of the Money Lenders Ordinance.

REASONS FOR AND BENEFITS OF THE ASSIGNMENT OF LOAN

The Group is principally engaged in money lending business, property investment, financial instruments, retail business, medicine store and quoted shares investment in Hong Kong. Yvonne Credit is an indirect wholly-owned subsidiary of the Company and a money lender licensed in Hong Kong under the provisions of the Money Lenders Ordinance. The terms of the Transfer Mortgage Agreement are negotiated on an arm's length basis between Yvonne Credit and Quick Money. The Directors (including the independent non-executive Directors) are of the view that entering into of the Transfer Mortgage Agreement is in the Group's ordinary and usual course of business and on normal commercial terms within the meaning of the GEM Listing Rules. The Directors consider that the terms of the Transfer Mortgage Agreement are fair and reasonable and entering into of the Transfer Mortgage Agreement is in the interests of the Company and the Shareholders as a whole.

GENERAL

HMV Digital is a substantial Shareholder of the Company and interested in approximately 11.86% of the issued share capital of the Company. Accordingly, HMV Digital and its subsidiaries are regarded as connected persons of the Company under the GEM Listing Rules. Therefore, the entering into of Transfer Mortgage Agreement constitutes connected transaction for the Company and is subject to reporting and announcement but exempted from independent shareholders' approval requirements under Chapter 20 of the GEM Listing Rules.

To the best knowledge of the Directors, none of the Directors has a material interest in the transactions contemplated under the Transfer Mortgage Agreement. Accordingly, no Director is required to abstain from voting on the relevant board resolution to approve the Transfer Mortgage Agreement.

DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context otherwise requires:

| | |
|--------------------------------|--|
| “Board” | the board of directors of the Company |
| “Borrower” | Customer A |
| “Company” | Easy Repay Finance & Investment Limited (Stock code: 8079), a company continued in Bermuda with limited liability, the Shares are listed on GEM |
| “Director(s)” | the director(s) of the Company |
| “GEM” | the Growth Enterprise Market of the Stock Exchange |
| “GEM Listing Rules” | the Rules Governing the Listing of Securities on GEM |
| “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 People's Republic of China |
| “HMV Digital” | HMV Digital China Group Limited (Stock code: 8078), a company incorporated in Bermuda with limited liability, the Shares are listed on GEM |
| “Independent Third Party(ies)” | person(s) who or company(ies) together with its/their ultimate beneficial owner(s) which is/are third party(ies) independent of the Company and its connected person(s) (as defined under the GEM Listing Rules) |
| “Loan ” | the loan granted by Yvonne Credit to the customer A pursuant to loan agreement dated 19 December 2016 |
| “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 |
| “Quick Money” | Quick Money Finance Limited, a company incorporated in Hong Kong with limited liability, a wholly-owned subsidiary of HMV Digital China Group Limited, the shares are listed on GEM |

| | |
|-------------------------------|---|
| “Shareholder(s)” | the holder(s) of the Shares |
| “Share(s)” | ordinary share(s) of HK\$0.01 each in the share capital of the Company |
| “Stock Exchange” | The Stock Exchange of Hong Kong Limited |
| “Transfer Mortgage Agreement” | the agreement entered into between Yvonne Credit and Quick Money on 30 March 2017 in relation to transfer of the rights, title, interest and benefits in and to the Loan to Quick Money |
| “Yvonne Credit” | Yvonne Credit Service Company Limited, being an indirect wholly-owned subsidiary of the Company |
| “%” | per cent. |

By order of the Board
Easy Repay Finance & Investment Limited
Shiu Yeuk Yuen
Chairman

Hong Kong, 30 March 2017

As at the date of this announcement, the Board comprises Mr. Shiu Yeuk Yuen and Mr. Leung Ge On Andy as executive Directors; Dr. Siu Yim Kwan, Sidney, Mr. Kam Tik Lun and Mr. Ho Siu King, Stanley as independent non-executive Directors.

This announcement, for which the Directors 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 Company’s website at www.ecrepay.com and the “Latest Company Announcements” page of the GEM website for at least seven days from the date of its posting.