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**第七大道**  
7ROAD.COM

**7Road Holdings Limited**  
**第七大道控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 797)**

**DISCLOSEABLE TRANSACTIONS**  
**PURCHASE OF WEALTH MANAGEMENT PRODUCTS**

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The Board announces that, during the Relevant Period, two subsidiaries of the Company, namely Qianhai Huanjing and Shenzhen 7Road, used internal cash to purchase Wealth Management Products.

Pursuant to Rule 14.07 of the Listing Rules, as one or more of the applicable percentage ratios of the outstanding balances of the Wealth Management Products at certain time points during the Relevant Period exceed 5% but less than 25%, the Company understands that several transactions regarding the Wealth Management Products would have constituted discloseable transactions of the Company for the purposes of the Listing Rules and are subject to the reporting and announcement requirements under Rule 14.34 of the Listing Rules.

**PURCHASE OF WEALTH MANAGEMENT PRODUCTS**

The Board announces that, during the Relevant Period, two subsidiaries of the Company, namely Qianhai Huanjing and Shenzhen 7Road, used internal cash to purchase Wealth Management Products. There had been a series of purchase and sale of Wealth Management Products during the Relevant Period, the below of which constitute discloseable transactions under Chapter 14 of the Listing Rules:

- Purchase made on August 29, 2018 and August 30, 2018, amounted to RMB100.00 million;

- purchase made on September 12, 2018, amounted to RMB94.77 million;
- purchase made on September 30, 2018, amounted to RMB130.00 million; and
- purchase made on October 9, 2018, amounted to RMB100.00 million.

Most of the Wealth Management Products had been disposed during the Relevant Period. As at the end of the Relevant Period, the outstanding balance of the Wealth Management Products was approximately RMB24.76 million.

Principal terms of each of the Wealth Management Products are set out as below:

# **1. BOC Accumulate Day-by-Day (RMB)**

Date of purchase	: August 29, 2018, August 30, 2018, September 12, 2018 and October 9, 2018
Parties	: (1) Qianhai Huanjing and Shenzhen 7Road, as the subscribers; and (2) BOC, as the issuer
Name of the wealth management product	: BOC Accumulate Day-by-Day (RMB) (Product Code: AMRJYL01) (中銀日積月累 — 日計劃 (人民幣), 產品代碼: AMRJYL01)
Investment term	: the product has no fixed investment term, as the subscriber has the right to redeem the product on any business day
Type of product	: principal not guaranteed product with floating return
Investment portfolio	: the funds raised through this issue of wealth management product will be invested in money market instruments, fixed income securities, non-standardized debt assets and other financial instruments that comply with the relevant rules and regulations and recognized by the relevant authority
Expected rate of return	: the expected rate of return shall be adjusted by the issuer in accordance with the market interest rate, the movement in return of the investment portfolio and the operation status of the funds raised through this issue of wealth management product
Right to redeem	: the subscriber has the right to redeem the product on any business day

## 2. BOC Accumulate Day-by-Day (USD)

Date of purchase	: September 12, 2018
Parties	: (1) Qianhai Huanjing, as the subscriber; and (2) BOC, as the issuer
Name of the wealth management product	: BOC Accumulate Day-by-Day (USD) (Product Code: RJYLUSD01) (中銀日積月累 — 日計劃 (美元), 產品代碼: RJYLUSD01)
Investment term	: the product has no fixed investment term, as the subscriber has the right to redeem the product on any business day
Type of product	: principal not guaranteed product with floating return
Investment portfolio	: the funds raised through this issue of wealth management product will be invested in low risk and high liquidity financial instruments and other financial instruments that comply with the relevant rules and regulations
Expected rate of return	: the expected rate of return shall be adjusted by the issuer in accordance with the market interest rate, the movement in return of the investment portfolio and the operation status of the funds raised through this issue of wealth management product
Right to redeem	: the subscriber has the right to redeem the product on any business day

### 3. BOC Principal Guaranteed Open-end RMB Wealth Management Product

Date of purchase	: September 30, 2018
Parties	: (1) Shenzhen 7Road, as the subscriber; and (2) BOC, as the issuer
Name of the wealth management product	: BOC Principal Guaranteed Open-end RMB Wealth Management Product (Product Code: CNYAQKF) (中銀保本人民幣開放理財, 產品代碼: CNYAQKF)
Type of product	: principal guaranteed product
Investment term	: the product has no fixed investment term, as the subscriber has the right to redeem the product on any business day
Investment portfolio	: the funds raised through this issue of wealth management product will be invested in government bonds, central bank note and high credit rating enterprise bonds
Expected rate of return	: the expected rate of return shall be adjusted by the issuer in accordance with the market interest rate, the movement in return of the investment portfolio and the operation status of the funds raised through this issue of wealth management product
Right to redeem	: the subscriber has the right to redeem the product on any business day

## **REASONS AND BENEFITS OF PURCHASE OF WEALTH MANAGEMENT PRODUCTS**

In order to enhance the capital efficiency as well as the return from working capital, the Group reasonably utilizes its temporary idle capital to purchase the Wealth Management Products to earn moderate additional income which exceeds current deposit interest without affecting its normal operations. The Wealth Management Products offer a better potential return to the Group when compared to the current deposit interest rates normally offered by the commercial banks. The conditions of the Wealth Management Products have been closely and effectively paid attention by the Group, and the Group has not incurred any losses on the Wealth Management Products up to and as at the date of this announcement.

The Directors are of the view that the subscriptions for the Wealth Management Products are determined on normal commercial terms which are fair and reasonable, and that the entering into of the agreements for subscriptions for the Wealth Management Products is in the interests of the Company and the Shareholders as a whole.

## **INFORMATION ABOUT THE PARTIES**

The Company is principally engaged in the business of online game development, operation and publishing.

BOC is a licensed bank established under the laws of the PRC, which is principally engaged in the provision of corporate and personal banking and other financial services.

To the best knowledge, information and belief of the Directors, having made all reasonable enquiries, BOC and their respective ultimate beneficial owners are independent from the Company and its connected persons (as defined under the Listing Rules).

## **LISTING RULES IMPLICATIONS**

Pursuant to Rule 14.07 of the Listing Rules, as one or more of the applicable percentage ratios (defined under the Listing Rules) of the outstanding balances of the Wealth Management Products at certain time points during the Relevant Period exceed 5% but less than 25%, the Company understands that several transactions regarding the Wealth Management Products would have constituted disclosable transactions of the Company for the purposes of the Listing Rules and are subject to the reporting and announcement requirements under Rule 14.34 of the Listing Rules.

## PROPOSED MEASURES IN THE FUTURE

In the future, the Company will implement the following measures consistently to the Group:

- (1) paying close attention, conducting periodic review and reporting by the finance department on the purchase, subscription or sale of any wealth management products;
- (2) enhancing training provided to the Directors, senior management and responsible finance staffs on identifying differences between bank wealth management products with highly liquidity and low risk nature and bank deposit, so as to strengthen their understanding and to emphasize the importance of disclosure obligations under the Listing Rules;
- (3) requiring the management to report transaction (with a relatively low threshold) which may constitute potential disclosable transactions for assessment against disclosure obligations under the Listing Rules prior to entering into any of those transactions; and
- (4) seeking advice from professional advisers, including but not limited to the Company's compliance adviser and Hong Kong legal adviser, prior to taking any action in relation to any transactions that may constitute discloseable transactions or any major events.

## DEFINITIONS

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

“Board”	the board of Directors of the Company
“BOC”	Bank of China Limited (中國銀行股份有限公司), licensed bank established under the laws of the PRC
“Company”	7Road Holdings Limited (第七大道控股有限公司), a company incorporated under the laws of the Cayman Islands with limited liability on September 6, 2017 and listed on the Stock Exchange on July 18, 2018 (Stock Code: 797)
“Director(s)”	the director(s) of the Company
“Group”	the Company and all its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China
“Qianhai Huanjing”	Shenzhen Qianhai Huanjing Network Technology Co., Ltd. (深圳市前海幻鏡網絡科技有限公司), a company incorporated under the laws of the PRC with limited liability on July 12, 2015
“Relevant Period”	the period from August 29, 2018 to December 26, 2018
“RMB”	Renminbi, the lawful currency of PRC
“Share(s)”	ordinary share(s) in the capital of the Company
“Shareholder(s)”	the shareholder(s) of the Company
“Shenzhen 7Road”	Shenzhen 7th Road Technology Co., Ltd. (深圳第七大道科技有限公司), a company incorporated under the laws of the PRC with limited liability on January 22, 2008
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“USD”	United States dollar, the lawful currency of the United States of America

“Wealth Management Products” short-term wealth management products provided by the BOC, purchased and sold by Qianhai Huanjing and Shenzhen 7Road in the Relevant Period, including (i) BOC Accumulate Day-by-Day (RMB) (Product Code: AMRJYL01) (中銀日積月累 — 日計劃 (人民幣), 產品代碼: AMRJYL01), (ii) BOC Accumulate Day-by-Day (USD) (Product Code: RJYLUSD01) (中銀日積月累 — 日計劃 (美元), 產品代碼: RJYLUSD01) and (iii) BOC Principal Guaranteed Open-end RMB Wealth Management Product (Product Code: CNYAQKF) (中銀保本人民幣開放理財產品代碼: CNYAQKF)

“%” per cent

By Order of the Board  
**7Road Holdings Limited**  
**Meng Shuqi**  
*Chairman*

Shenzhen, the PRC, May 8, 2019

*As at the date of this announcement, the executive directors of the Company are Mr. Meng Shuqi, Mr. Li Zhengquan and Mr. Yang Cheng; the non-executive directors of the Company are Mr. Li Shimeng and Mr. Yan Kaidan; and the independent non-executive directors of the Company are Mr. Xue Jun, Mr. Liu Yunli and Mr. Wu Xiaohuang.*