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*This joint announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of Easy Repay Finance & Investment Limited.*

**BEST RICHEST MANAGEMENT  
COMPANY LIMITED**

*(Incorporated in Hong Kong  
with limited liability)*

**EASY REPAY FINANCE &  
INVESTMENT LIMITED**

**易還財務投資有限公司**  
*(Continued into Bermuda with limited liability)*  
**(Stock code: 8079)**

**JOINT ANNOUNCEMENT**

**MANDATORY CONDITIONAL CASH OFFER BY**

 **China Securities Limited**

**CHINA SECURITIES LIMITED**

**FOR AND ON BEHALF OF BEST RICHEST MANAGEMENT COMPANY  
LIMITED TO ACQUIRE ALL THE ISSUED SHARES IN  
EASY REPAY FINANCE & INVESTMENT LIMITED  
(OTHER THAN THOSE ALREADY OWNED  
OR AGREED TO BE ACQUIRED BY  
BEST RICHEST MANAGEMENT COMPANY LIMITED  
AND PARTIES ACTING IN CONCERT WITH IT)**

**(1) THE OFFER HAS BECOME UNCONDITIONAL AS  
TO ACCEPTANCES;**

**AND**

**(2) THE OFFER REMAINS OPEN FOR ACCEPTANCE**

**Financial Adviser to the Offeror**

  
**千里碩**  
**ELSTONE**

**Elstone Capital Limited**

## **THE OFFER HAS BECOME UNCONDITIONAL AS TO ACCEPTANCES**

As at 4:00 p.m. (Hong Kong time) on Tuesday, 5 July 2022, the Offeror has received valid acceptances in respect of an aggregate of 38,473,952 Offer Shares under the Offer (the “**Acceptance Shares**”), representing approximately 16.01% of the entire issued share capital of the Company as at the date of this joint announcement. Immediately before the commencement of the Offer Period, the Offeror and parties acting in concert with it were interested in 82,288,613 Shares (excluding the 1,620,000 Shares in which, pursuant to the Irrevocable Undertaking, the Offeror has an interest, and in respect of which Mr. Shiu has accepted the Offer), representing approximately 34.24% of the total issued share capital of the Company. Taking into account the Acceptance Shares and the Shares already owned by the Offeror and parties acting in concert with it, as at the date of this joint announcement, the Offeror and parties acting in concert with it held an aggregate of 120,762,565 Shares, representing approximately 50.24% of the entire issued share capital of the Company. Accordingly, the condition of the Offer set out in the Composite Document has been satisfied, and the Offer has become unconditional as to acceptances as at 4:00 p.m. on the date of this joint announcement (i.e. 5 July 2022).

## **THE OFFER REMAINS OPEN FOR ACCEPTANCE**

Pursuant to Rule 15.3 of the Takeovers Code, the Offer must remain open for acceptances for at least 14 days after the Offer becomes or is declared unconditional (whether as to acceptances or in all respects). Accordingly, the Offer will remain open for acceptance until 4:00 p.m. on Tuesday, 19 July 2022 (or such later time and/or date as the Offeror may, with the consent of the Executive and in accordance with the Takeovers Code, decide). Save as disclosed in this joint announcement, all other terms of the Offer as set out in the Composite Document and the Form of Acceptance remain unchanged.

References are made to (i) the composite offer and response document (the “**Composite Document**”) dated 31 May 2022 jointly issued by Best Richest Management Company Limited (the “**Offeror**”) and Easy Repay Finance & Investment Limited (the “**Company**”) in relation to the mandatory conditional cash offer (the “**Offer**”) made by China Securities Limited for and on behalf of the Offeror to acquire all the issued shares of the Company (other than those already owned by the Offeror and parties acting in concert with it); and (ii) the joint announcement dated 21 June 2022 issued by the Offeror and the Company. Unless otherwise stated, the capitalised terms used in this joint announcement shall have the same meanings as those defined in the Composite Document.

## THE OFFER HAS BECOME UNCONDITIONAL AS TO ACCEPTANCES

As disclosed in the Composite Document, the Offer is conditional only upon valid acceptances of the Offer being received (and not, where permitted, withdrawn) by 4:00 p.m. on the First Closing Date (or such later time or date as the Offeror may, subject to the Takeovers Code, decide) in respect of Shares which, together with Shares already owned by the Offeror and parties acting in concert with it and acquired before or during the Offer, will result in the Offeror and parties acting in concert with it holding more than 50% of the voting rights of the Company (the “**Condition**”).

As at 4:00 p.m. on Tuesday, 5 July 2022, the Offeror has received valid acceptances in respect of an aggregate of 38,473,952 Offer Shares under the Offer (the “**Acceptance Shares**”), representing approximately 16.01% of the entire issued share capital of the Company as at the date of this joint announcement. Immediately before the commencement of the Offer Period, the Offeror and parties acting in concert with it were interested in 82,288,613 Shares (excluding the 1,620,000 Shares in which, pursuant to the Irrevocable Undertaking, the Offeror has an interest, and in respect of which Mr. Shiu has accepted the Offer), representing approximately 34.24% of the total issued share capital of the Company. Taking into account the Acceptance Shares and the Shares already owned by the Offeror and parties acting in concert with it, as at the date of this joint announcement, the Offeror and parties acting in concert with it held an aggregate of 120,762,565 Shares, representing approximately 50.24% of the entire issued share capital of the Company. Accordingly, the Condition set out in the Composite Document has been satisfied, and the Offer has become unconditional as to acceptances as at 4:00 p.m. on the date of this joint announcement (i.e. 5 July 2022).

Save for the 82,288,613 Shares (representing approximately 34.24% of the entire issued share capital of the Company as at the date of this joint announcement) already held by the Offeror and parties acting in concert with it before the commencement of the Offer Period and the Acceptance Shares, neither the Offeror nor any parties acting in concert with it (i) held, owned or had control or direction over any voting rights or rights over Shares, convertible securities, warrants, options or derivatives of the Company immediately before the commencement of the Offer Period; (ii) has acquired or agreed to acquire any Shares or rights over Shares since the commencement of the Offer Period and up to the date of this joint announcement; or (iii) has borrowed or lent any relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company since the commencement of the Offer Period and up to the date of this joint announcement.

## **THE OFFER REMAINS OPEN FOR ACCEPTANCE**

Pursuant to Rule 15.3 of the Takeovers Code, the Offer must remain open for acceptances for at least 14 days after the Offer becomes or is declared unconditional (whether as to acceptances or in all respects). Accordingly, the Offer will remain open for acceptance until 4:00 p.m. on Tuesday, 19 July 2022 (or such later time and/or date as the Offeror may, with the consent of the Executive and in accordance with the Takeovers Code, decide). Save as disclosed in this joint announcement, all other terms of the Offer as set out in the Composite Document and the Form of Acceptance remain unchanged. Further announcement on the results of the Offer will be made in accordance with Rule 19.1 of the Takeovers Code.

## **SETTLEMENT OF THE OFFER**

Remittances in respect of the cash consideration for the Offer Shares (after deducting the seller's ad valorem stamp duty in respect of acceptance of the Offer) tendered under the Offer will be despatched to the accepting Independent Shareholder(s) (to the address specified on the relevant Form of Acceptance) by ordinary post at his/her/its own risk as soon as possible, but in any event within seven (7) Business Days following the later of (i) the date on which the duly completed Form of Acceptance(s) and the relevant documents of title in respect of such acceptances are received by the Registrar to render such acceptance complete and valid or (ii) the date on which the Offer becomes, or is declared, unconditional as to acceptances (i.e. the date of this joint announcement, 5 July 2022).

**Shareholders are encouraged to read the Composite Document carefully, including the advice from the Independent Financial Adviser to the Independent Board Committee and the recommendation from the Independent Board Committee to the Independent Shareholders in respect of the Offer, before deciding whether or not to accept the Offer. If the Shareholders and potential investors are in any doubt about their position, they should consult their professional advisers.**

**All references to times and dates contained in this joint announcement refer to Hong Kong times and dates.**

By order of the Board  
**BEST RICHEST MANAGEMENT  
COMPANY LIMITED**  
Chan Yan Tak  
*Sole Director*

By order of the Board  
**EASY REPAY FINANCE &  
INVESTMENT LIMITED**  
Siu Yeuk Hung Clara  
*Chairman*

Hong Kong, 5 July 2022

*As at the date of this joint announcement, the Board comprising Ms. Siu Yeuk Hung, Clara and Mr. Law Ka Kei as executive Directors; and Mr. Lee King Fui, Mr. Ho Tak Yin and Mr. Lee Wing Lun as independent non-executive Directors.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than those relating to the Offeror and parties acting in concert with it), and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the sole director of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any such statements in this joint announcement misleading.*

*As at the date of this joint announcement, the sole director of the Offeror is Mr. Chan.*

*The sole director of the Offeror accepts full responsibility for the accuracy of information contained in this joint announcement (other than the information relating to the Group) and confirms, having made all reasonable enquiries, that to the best of his knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any such statement in this joint announcement misleading.*

*This joint announcement will remain on the “Latest Listed Company Information” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least seven days from the day of its publication. This joint announcement will also be published on the Company’s website at [www.ecrepay.com](http://www.ecrepay.com).*

*In the case of inconsistency, the English text of this joint announcement shall prevail over the Chinese text.*