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賽伯樂國際控股

CYBERNAUT INTERNATIONAL HOLDINGS COMPANY LIMITED

賽伯樂國際控股有限公司

(formerly known as Sinoref Holdings Limited)

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1020)

DISCLOSEABLE TRANSACTION GRANTING OF A LOAN

On 2 March 2018 after trading hours, the Lender, a subsidiary of the Company, entered into the Loan Agreement with the Borrowers pursuant to which the Lender has agreed to grant a loan of HK\$66 million to the Borrowers for a term of 12 months.

LISTING RULES IMPLICATIONS

As certain of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Loan Agreement is more than 5% but less than 25%, the Loan Agreement constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules and is subject to the reporting and announcement requirements under the Listing Rules.

LOAN AGREEMENT

Date: 2 March 2018

Parties:

1. Time Credit Limited as the Lender; and
2. the Borrowers.

The Borrowers consist of two individuals and a limited company whose principal activity is investment holding. To the best of the Directors' information and belief, the Borrowers and its ultimate beneficial owners are third parties independent of and not connected with the Company and its connected persons.

Amount of the Loan

HK\$66 million.

Interest

Interest on the Loan shall accrue at the rate of 7.5% per annum and payable monthly.

Repayment

The Borrowers shall repay the Loan after 12 months from the date of drawdown.

Security

The Loan is secured by a first legal charge over certain properties in Hong Kong.

REASONS FOR THE LOAN AGREEMENT

The Group is principally engaged in the manufacture and sale of advanced steel flow control products, paper converting equipment, money lending business and electronic commerce (E-commerce) business.

The Lender is a subsidiary of the Company and a money lender licensed in Hong Kong under the Money Lenders Ordinance, Cap 163, laws of Hong Kong. The Loan Agreement is conducted in the ordinary and usual course of business of the Group which provides interest income to the Group.

The terms of the Loan Agreement were determined after arm's length negotiations between the Lender and the Borrowers. The Board considers that the terms of the Loan Agreement are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

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DEFINITIONS

“Board”	the board of Directors
“Borrowers”	The borrowers under the Loan Agreement
“Company”	Cybernaut International Holdings Company Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the main board of the Stock Exchange
“connected person”	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 People’s Republic of China
“Lender”	Time Credit Limited, a limited liability company incorporated in Hong Kong and a subsidiary of the Company
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Loan”	The loan in the principal sum of HK\$66 million to be advanced pursuant to the Loan Agreement
“Loan Agreement”	The loan agreement dated 2 March 2018 made between the Lender and the Borrowers in respect of a loan facility of HK\$66 million
“Shareholders”	holders of ordinary shares of HK\$0.10 each in the share capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent.

By Order of the Board of
Cybernaut International Holdings Company Limited
Mr. Zhu Min
Chairman

Hong Kong, 2 March 2018

As at the date of this announcement, the executive Directors are Mr. Zhu Min, Mr. Gao Xiang, Mr. Lu Yongchao, Mr. Xu Yejun and Mr. Sin Kwok Wai Ronald; the non-executive Directors are Mr. Chow Chi Wa and Ms. Yip Sum Yu, and the independent non-executive Directors are Mr. Cao Ke, Mr. Tong Yiu On and Mr. Li Yik Sang.