L & A International Holdings Limited
樂亞國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8195)

DISCLOSEABLE TRANSACTION – PROVISION OF FINANCIAL ASSISTANCE TO INDEPENDENT THIRD PARTY

PROVISION OF FINANCIAL ASSISTANCE

The Board announces that, on 5 September 2018 (after trading hours), the Lender entered into the Loan Agreement with the Borrower, pursuant to which the Lender agreed to grant to the Borrower, an Independent Third Party, a loan of HK$10 million, bearing an interest rate of 6% per annum for a period commencing from 5 September 2018 to 14 April 2019. The Loan is secured by the Share Charge.

GEM LISTING RULES IMPLICATION

As some of the applicable percentage ratios (as defined under the GEM Listing Rules) for the Loan are more than 5% but less than 25%, the entering into of the Loan Agreement constitutes a discloseable transaction of the Company pursuant to Chapter 19 of the GEM Listing Rules and therefore is subject to the notification and announcement requirements pursuant to Chapter 19 of the GEM Listing Rules.

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The principal terms of the Loan Agreement are summarised as follows:

THE LOAN AGREEMENT

Date:	5 September 2018 (after trading hours)
Lender:	L & A Solutions Limited, an indirect wholly-owned subsidiary of the Company and a licensed money lender in Hong Kong under the Money Lenders Ordinance
Borrower:	an individual, to the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, is an Independent Third Party. The Group provided no previous financial assistance of any kind to the Borrower
Security:	the Share Charge
Principal amount of the Loan:	HK$10 million (the "**Principal**")
Term:	commencing from 5 September 2018 to 14 April 2019 (the "**Term**")
Interest:	6% per annum, interest on the Loan shall accrue on a monthly basis and is payable by 8 monthly installments. The Borrower shall pay accrued interests on the Loan on the last day of each calendar month (commencing from 30 September 2018) and on the expiration of the Term
Repayment:	Upon expiration of the Term, the Principal together with all interests accrued thereon shall be repaid in lump sum by the Borrower to the Lender without deduction on the due date of the Loan

The Loan is funded by internal resources of the Group. The terms of the Loan Agreement (including the interest rate) were arrived at by the parties to the Loan Agreement after arm's length negotiations, with reference to the commercial practice and the amount of the Loan.

INFORMATION ON THE GROUP AND THE LENDER

The Company is an investment holding company. The Group is principally engaged in the manufacturing, sales and retailing of garment products and provision of loan and other financial services.

The Lender is an indirect wholly-owned subsidiary of the Company and is licensed to conduct money lending business in Hong Kong through the provision of loans to customers under the Money Lenders Ordinance. The Lender obtained its money lender business licence in June 2016 and has commenced its money lending business since then.

REASONS FOR AND BENEFITS OF THE PROVISION OF THE FINANCIAL ASSISTANCE

The Borrower is an individual and was approached by the Group through its business network. The Directors are of the view that the terms of the Loan Agreement were entered into on normal commercial terms based on the Group's credit policy and the grant of the Loan is in the ordinary and usual course of the Group's money lending business. The terms of the Loan Agreement, including the interest rate of 6% per annum, were negotiated on an arm's length basis between the Lender and the Borrower. The Directors consider that the granting of the Loan is a financial assistance provided by the Group within the meaning of the GEM Listing Rules.

The Lender had made background and bankruptcy searches on the Borrower in accordance with the Group's credit policy. The Directors, having taken into account (i) the financial background of the Borrower; (ii) repayment ability of the Borrower; and (iii) no bankruptcy petition against the Borrower was found, consider the credit risk relating to the entering into of the Loan Agreement is relatively low.

Taking into account the cash inflow and revenue to be generated from the expected interest income in connection with the Loan, the Directors consider that the terms of the Loan Agreement are fair and reasonable and the entering into of the Loan Agreement is in the interests of the Company and its shareholders as a whole.

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DEFINITIONS

Unless the context requires otherwise, capitalised terms in this announcement shall have the following meanings:

"Board"	the board of Directors
"Borrower"	an individual, an Independent Third Party, who entered into of the Loan Agreement with the Lender
"Charged Shares"	(i) 250 shares in a company incorporated in the British Virgin Islands with limited liability, representing 25% of its entire issued share capital; and (ii) 2,700 shares in a company incorporated in Hong Kong with limited liability, representing 60% of its entire issued share capital, both of which are legally and beneficially owned by the Borrower
"Company"	L & A International Holdings Limited, a company incorporated in the Cayman Islands, the issued shares of which are listed on GEM (Stock code: 8195)
"Directors"	the directors of the Company
"GEM"	GEM of the Stock Exchange
"GEM Listing Rules"	the Rules Governing the Listing of Securities on GEM
"Group"	the Company and its subsidiaries
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China

"Independent Third Party(ies)"	any person(s) or company(ies) and their respective ultimate beneficial owner(s), to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, are not connected persons of the Company and are third parties independent of the Company and its connected persons in accordance with the GEM Listing Rules
"Lender"	L & A Solutions Limited, an indirect wholly-owned subsidiary of the Company, being the lender under the Loan Agreement
"Loan"	a loan of HK$10 million granted by the Lender to the Borrower pursuant to the Loan Agreement
"Loan Agreement"	the loan agreement dated 5 September 2018 entered into between the Lender and the Borrower in respect of the Loan
"Money Lenders Ordinance"	the Money Lenders Ordinance (Chapter 163 of the laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
"Share Charge"	the share charge dated 5 September 2018 executed by the Borrower in favour of the Lender pursuant to which the Borrower created a first fixed charge over the Charged Shares, in respect of the Loan, and including any supplement or amendment made from time to time
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"%"	per cent.

By order of the Board
L & A International Holdings Limited
Ng Ka Ho
Chairman and executive Director

Hong Kong, 5 September 2018

As at the date of this announcement, the Board comprises two executive Directors, namely, Mr. Ng Ka Ho and Mr. Lau Chun Kavan and three independent non-executive Directors, namely, Mr. Ma Chi Ming, Mr. Li Kin Ping and Ms. Guo Yan Xia.

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 "Latest Company Announcements" page of the GEM website at http://www.hkgem.com for at least 7 days from the date of its posting and on the website of the Company at http://www.lna.com.hk.