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## **BRIGHT SMART SECURITIES & COMMODITIES GROUP LIMITED**

**耀才證券金融集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(the “Company”, Stock Code: 1428)**

### **DISCLOSEABLE TRANSACTION DISPOSAL OF LISTED SECURITIES**

The Company, through its wholly-owned subsidiary, disposed of a total of 439,600 Alibaba Shares (which represents approximately 0.002% of the issued share capital of Alibaba) on the market in a series of transactions conducted between 13 March 2020 and 21 May 2020 for an aggregate consideration of approximately HK\$87.21 million (exclusive of transaction costs). The average selling price of each Alibaba Share is approximately HK\$198.39.

The Disposal constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules, as one of the applicable percentage ratios exceeds 5% but is less than 25%.

### **THE DISPOSAL**

The Company, through its wholly-owned subsidiary, disposed of a total of 439,600 Alibaba Shares (which represents approximately 0.002% of the issued share capital of Alibaba) on the market in a series of transaction conducted between 13 March 2020 and 21 May 2020 for an aggregate consideration of approximately HK\$87.21 million (exclusive of transaction costs). The average selling price of each Alibaba Share is approximately HK\$198.39. The aggregate consideration of the Disposal represented the then market price of the Alibaba Shares.

As the Disposal was made through the market, the Company was not aware of the identities of the buyers of such Alibaba Shares and accordingly, to the best knowledge, information and belief of the Directors having made all reasonable enquiries, the buyers of such Alibaba Shares are Independent Third Parties.

## REASONS FOR AND BENEFITS OF THE DISPOSAL

The Group's principal businesses are provision of financial services, including securities broking, margin financing, commodities and futures broking, bullion trading and forex trading.

The Board considered the Disposal would realise an immediate gain of approximately HK\$1.75 million (exclusive of the transaction costs), being the difference between the aggregate consideration for the Disposal and that of the Acquisition. The Group intends to use the proceeds from the Disposal for general working capital.

As the Disposal was made at market price, the Directors are of the view that the Disposal was fair and reasonable, on normal commercial terms and in the interests of the Company and its Shareholders as a whole.

## INFORMATION ABOUT ALIBABA

Alibaba is a company incorporated in the Cayman Islands with limited liability and the shares of which are listed on the main board of the Stock Exchange (Stock Code: 9988). According to publicly available information, Alibaba is a holding company that provides the technology infrastructure and marketing reach to help merchants, brands and other businesses to leverage the power of new technology to engage with users and customers to operate. Alibaba operates four business segments. The core commerce segment provides China retail, China wholesale, international retail, international wholesale, logistics services and local consumer services. The cloud computing segment provides complete suite of cloud services, including database, storage, network virtualization services, big data analytics and others. The digital media and entertainment segment provides consumer services beyond the core business operations. The innovation initiatives and others segment is to innovate and deliver new services and products.

The following financial information is extracted from the public documents of Alibaba:

	<b>For the year ended</b>	
	<b>31 March</b>	
	<b>2019</b>	<b>2018</b>
	<i>RMB</i>	<i>RMB</i>
	<i>million</i>	<i>million</i>
Revenue	376,844	250,266
Profit before taxation	96,221	100,403
Net profit after taxation	80,234	61,412

Based on the public documents of Alibaba, the consolidated net asset value of Alibaba as at 30 June 2019 was RMB637,966 million.

## LISTING RULES IMPLICATIONS

The Disposal constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules, as one of the applicable percentage ratios exceeds 5% but is less than 25%.

## DEFINITIONS

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

“Acquisition”	the Company, through its wholly-owned subsidiary, acquired a total of 500,000 Alibaba Shares (which represents approximately 0.002% of the issued share capital of Alibaba) on the market in a series of transactions conducted between 20 February 2020 and 13 March 2020 for an aggregate consideration of approximately HK\$97.21 million (exclusive of transaction costs), and the average purchase cost of each Alibaba Share is approximately HK\$194.41
“Alibaba”	Alibaba Group Holding Limited, a company incorporated in the Cayman Islands with limited liability and the shares of which are listed on the main board of the Stock Exchange (Stock Code: 9988)
“Alibaba Share(s)”	Share(s) of Alibaba relating to the Acquisition and the Disposal
“Board”	the board of Directors
“Company”	Bright Smart Securities & Commodities Group Limited, a company incorporated in the Cayman Islands whose shares are listed on the Main Board of the Stock Exchange (Stock Code: 1428)
“Disposal”	the Company, through its wholly-owned subsidiary, disposed of a total of 439,600 Alibaba Shares (which represents approximately 0.002% of the issued share capital of Alibaba) on the market in a series of transactions conducted between 13 March 2020 and 21 May 2020 for an aggregate consideration of approximately HK\$87.21 million (exclusive of transaction costs). The average selling price of each Alibaba Share is approximately HK\$198.39
“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 PRC
“Independent Third Party(ies)”	third party(ies) independent of the Company and the connected persons of the Company
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China, which for the purpose of this announcement shall exclude the Hong Kong, Macau Special Administrative Region and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	holder(s) of share(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent

By Order of the Board  
**Bright Smart Securities & Commodities Group Limited**  
**Hui Yik Bun**  
*Executive Director & Chief Executive Officer*

Hong Kong, 21 May 2020

*As at the date of this announcement, the Board comprises Mr. Yip Mow Lum (Chairman), Mr. Hui Yik Bun (Chief Executive Officer), Mr. Chan Wing Shing, Wilson as Executive Directors; and Mr. Yu Yun Kong, Mr. Szeto Wai Sun and Mr. Ling Kwok Fai, Joseph as Independent Non-executive Directors.*