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Boyaa Interactive International Limited

博雅互動國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0434)

DISCLOSEABLE TRANSACTION SUBSCRIPTION OF WEALTH MANAGEMENT PRODUCTS

The Board of Boyaa Interactive International Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that on 27 March 2018, Boyaa On-line Game Development (Shenzhen) Co., Ltd. (博雅網絡遊戲開發(深圳)有限公司) (“**Boyaa China**”), an indirect wholly-owned subsidiary of the Company, subscribed for the RMB Wealth Management Products issued by ICBC at the subscription amount of RMB320 million.

The applicable percentage ratios (as defined in the Listing Rules) in respect of the subscription of RMB Wealth Management Products exceed 5% but are less than 25%. Therefore, the subscription constitutes a discloseable transaction of the Company for the purposes of the Listing Rules and is subject to the notification and announcement requirements but exempt from the shareholders’ approval requirement under Chapter 14 of the Listing Rules.

SUBSCRIPTION OF WEALTH MANAGEMENT PRODUCTS

On 27 March 2018, Boyaa China entered into a wealth management agreement with ICBC for the subscription of RMB Wealth Management Products with principal amount of RMB320 million. The main terms of the wealth management agreement are summarized as follows:

| | |
|-------------------|-----------------------------------|
| Subscription date | 27 March 2018 |
| Parties | (i) Boyaa China; and (ii) ICBC |

To the best of the Directors' knowledge, information and belief, ICBC and its ultimate beneficial owners are not connected persons of the Company and are third parties independent of the Company and its connected persons

| | |
|------------------------------------|---|
| Name of product | ICBC Wealth Management — Win-Win 2018 YER18020 (Product Code: YER18020) |
| Currency of investment and return | RMB |
| Principal amount of subscription | RMB320 million. The Board believes that the consideration of such subscription was determined on the basis of arm's length commercial terms. |
| Term of product | 184 days, expired on 27 September 2018 |
| Expected return and type of return | Expected annualized return of 5.3% The return rate is calculated by deducting any commission charges and custodian fees. Upon the expiration of the product in the event that the investment assets are realized with principal and return in full, the client will receive the highest expected annualized return |
| Product type and risk rating | The product is non-principal guaranteed with floating income and is assessed by ICBC as a relatively low-risk product in the risk assessment |
| Investment scope of product | Mainly invests in assets with high liquidity such as bonds and bank deposits, including but not limited to monetary market instruments such as bonds, deposits, interbank deposits, bond repurchases, collateralized bonds financing and monetary market funds, etc.; debt assets including but not limited to debt financing trust plans, direct investment under wealth management plan, etc. |

REASONS FOR AND BENEFITS OF THR SUBSCRIPTION

The RMB Wealth Management Products subscribed for by Boyaa China from ICBC amounted to RMB320 million. The wealth management product was assessed by the Company as extremely low-risk product. The Board considers that the subscription will provide a good short-term investment opportunity for the Group and enable the Group to further manage the surplus RMB cash reserves in a reasonable way and utilize its cashflows effectively without impacting on the daily operation, which enhanced the funds utilization efficiency and brought extra investment returns. Having regard to the fact that the products are classified by ICBC as relatively low-risk products, their short investment duration, and with reference to the similar investment products in the market and their general return rates, the Board is of the view that the terms of the subscription are fair and reasonable and in the best interests of the Company and its shareholders as a whole.

INFORMATION ON THE PARTIES

The Company

The Company is an investment holding company. The principal activity of the Group is the development and operation of online card and board games. The Group conducts online games business through its PRC operating entity, Shenzhen Dong Fang Bo Ya Technology Co., Ltd.. Boyaa China is an indirect wholly-owned subsidiary of the Company.

ICBC

ICBC is a licensed bank incorporated under the laws of the PRC and engaged in commercial bank business.

LISTING RULES IMPLICATIONS

As disclosed in this announcement, the applicable percentage ratios (as defined in the Listing Rules) in respect of the subscription of wealth management products by the Group from ICBC exceed 5% but are less than 25%. Therefore, the subscription constitutes a discloseable transaction of the Company for the purposes of the Listing Rules and is subject to the notification and announcement requirements but exempt from the Shareholders' approval requirement under Chapter 14 of the Listing Rules.

DEFINITIONS

In this announcement, the following expressions shall have the following meaning:

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| “Board” | the board of Directors |
| “Director(s)” | the director(s) of the Company |
| “ICBC” | Industrial and Commercial Bank of China Limited (中國工商銀行股份有限公司), a licensed bank incorporated under the laws of the PRC |
| “Listing Rules” | the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited |
| “PRC” | the People’s Republic of China which, for the purpose of this announcement only, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan |
| “RMB Wealth Management Products” | the wealth management products denominated in RMB |

By Order of the Board
Boyaa Interactive International Limited
ZHANG Wei
Chairman and Executive Director

Hong Kong, 27 March 2018

As at the date of this announcement, the executive Directors are Mr. ZHANG Wei and Mr. DAI Zhikang; the independent non-executive Directors are Mr. CHEUNG Ngai Lam, Mr. CHOI Hon Keung Simon and Mr. YOU Caizhen.