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Imperium Group Global Holdings Limited

帝國集團環球控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 0776)

DISCLOSEABLE TRANSACTION

LICENSE AGREEMENT RELATED TO MOBILE GAME BUSINESS

THE LICENSE AGREEMENT

On 2 November 2017, Seven Senses, a subsidiary of the Company, as the licensee, entered into the license agreement with the Licensor, pursuant to which the Licensee is authorised to act as an exclusive agent for the operation and marketing of a mobile game in Hong Kong, Macau, Taiwan and other South East Asia Countries, subject to the terms of the license agreement, and Seven Senses has agreed to, among other things, pay to the Licensor a license fee of US\$550,000 and a minimum guarantee in the sum of US\$300,000 (collectively the “License Fees”).

LISTING RULES IMPLICATIONS

As some of the applicable percentage ratios calculated in accordance with Rule 14.07 of the Listing Rules in respect of the aggregate estimated amount of License Fees payable by the Group to the Licensor pursuant to the license agreement together with the relevant amount of the license agreement as disclosed in the Company announcement dated 26 October 2017 and 19 October 2017 exceed 5% but all of the applicable percentage ratios are less than 25%, the license agreements are only subject to the reporting and announcement requirements but are exempt from the shareholders’ approval requirements under Chapter 14 of the Listing Rules.

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The major terms of the license agreement are as follows:

THE LICENSE AGREEMENT

Date: 2 November 2017

Parties: (i) the Licensor: 上海趣味網絡科技有限公司 (for transliteration purpose only, Shanghai Quwei Games Technology Co., Ltd.)

(ii) the Licensee: Seven Senses, a subsidiary of the Company

To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, the Licensor and its ultimate beneficial owner(s) are third parties independent of the Company and connected persons (as defined in the Listing Rules) of the Company.

Licensed subject matter: act as an exclusive agent for the operation and marketing of a mobile game in Hong Kong, Macau, Taiwan and other South East Asia Countries

Commencement Date: means the date of signing of this agreement

Consideration: The Licensee will pay the following fee and revenue sharing to the Licensor:

License Fees

The Licensee will pay to the Licensee a license fee of US\$550,000 and a minimum guarantee in the sum of US\$300,000.

Revenue Sharing

The Licensee will pay to the Licensor the Revenue Sharing on Operating Revenue of the mobile game, at the rates between 15% and 21% depending on the monthly Operating Revenue level and accumulative Operating Revenue generated.

The minimum guarantee to be paid by the Company as part of the License Fees can be recouped from the amount of share revenue to be paid to Licensor under the above revenue sharing arrangement.

Ownership: All Intellectual Property Rights will be in the name of the Licensor owned by the Licensor.

Term: Unless earlier terminated as provided in the license agreement, the license agreement shall commence on the Commencement Date and shall continue for an initial term of three (3) years.

REASONS FOR AND BENEFITS OF ENTERING INTO OF THE LICENSE AGREEMENT

The Group would from time to time identify business opportunity that could broaden the income base of the Group and create maximum return the Shareholders. The Board believes that the entering the license agreement represents a good opportunity for the Company to tap into the fast growing mobile game market, diversify its business and maximize the return of the Shareholders.

GENERAL INFORMATION

The principal activity of the Company is investment holding. The subsidiaries of the Company are principal engaged in the manufacturing and sale of furnishings, home products and accessories primarily used in kitchen and bathrooms, property investment and the money lending business. The Licensee is engaged in operation of mobile game in Hong Kong, Macau, Taiwan and other South East Asia Countries.

The Licensor is one of the mobile games developers in PRC. The principal activity of licensor is developing, publishing and operating of interactive mobile games.

The Group is in the course of negotiating a number of licensing agreements and will evaluate further business opportunities within the mobile game industry. The Company will keep the Shareholders and potential investors informed of any further development of the latest business plan and developments of the Group as and when appropriate.

LISTING RULES IMPLICATIONS

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DEFINITIONS

“Board”	the board of Directors
“Company”	Imperium Group Global Holdings 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
“Commencement Date”	means the date of signing of this agreement
“Director (s)”	the director (s) of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	means Hong Kong Special Administrative Region of the People's Republic of China
“Intellectual Property Rights”	means any trade mark, trade name, patent, design, copyright or other industrial or intellectual property rights whether registered or unregistered, registrable or unregistrable
“License Fees”	the license fees payables by Licensee to the Licensor set forth in the subsection headed “License Fees” in this announcement
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Operating Revenue”	the fees that the games user paid to the Seven Senses after the commercial operation of the games, including but not limited to the fees that Seven Senses charged from users for selling game card or game virtual props, virtual image identity to them, and therefore permits users to online gaming activities and charged fees from users for their online game activities

“Seven Senses”	Seven Senses Game Company Limited, a subsidiary of the Company
“Shareholders”	holders of the Shares
“Share(s)”	ordinary share(s) of HK\$0.01 each in issued share capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“US\$”	United States dollars, the lawful currency of the US
“%”	per cent

By Order of the Board
Imperium Group Global Holdings Limited
Cheng Ting Kong
Chairman

Hong Kong, 2 November 2017

As at the date of this announcement, the executive Directors are Mr. Cheng Ting Kong, Ms. Yeung So Mui, Mr. Luk Wai Keung and Mr. Leung Kwok Yin; and the independent non-executive Directors are Mr. Fung Tze Wa, Mr. Ting Wong Kacee and Mr. Tse Ting Kwan.