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CHINA FINANCIAL INTERNATIONAL INVESTMENTS LIMITED

中國金融國際投資有限公司

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 721)

HOLDING ANNOUNCEMENT

Reference is made to the announcement of China Financial International Investments Limited (the “**Company**”) dated 14 July 2014 in respect of the trading halt of the shares (“**Shares**”) of the Company with effect from 9:00 a.m. on Monday, 14 July 2014 pending the release of an announcement in relation to, among other things, the subscription for new Shares under specific mandate and whitewash waiver, which is insider information under the Inside Information Provisions.

The purpose of this holding announcement is to inform the shareholders of Company (the “**Shareholders**”) that trading in the Shares will remain halted until publication of an announcement in relation to a subscription agreement dated 13 July 2014 (the “**Subscription Agreement**”) entered into among (i) three subscribers (collectively, the “**Subscribers**”); (ii) the Company; and (iii) two guarantors in connection with a proposed subscription for new Shares by the Subscribers. As a result of the subscription by one of the Subscriber (namely, the “**First Subscriber**”), there will be a change in control in the shareholding interests in the Company.

To the best of the knowledge, information and belief of the directors (the “**Directors**”) of the Company and having made all reasonable enquiries, each of the Subscribers and its ultimate beneficial owners are independent third parties of the Company and its subsidiaries and their respective connected person prior to the entering into of the Subscription Agreement.

The Board also wishes to inform the public that as at the date of this announcement, the parties to the Subscription Agreement are in the process of negotiating to alter the terms and conditions of the Subscription Agreement (the “**Alteration**”), including but not limited to the termination of the Subscription Agreement and the entering into of new subscription agreements by the Company with the First Subscriber and one of the other Subscribers separately and individually. The aforesaid negotiation is still on-going and not yet determined. **Shareholders and investors should note that the Alteration may or may not materialise.**

As at the date of this announcement, the Company is in the process of preparing the announcement (the “**Announcement**”) in relation to the entering into of the Subscription Agreement and the Alteration. The Directors consider that additional time is required for such purposes. The Announcement setting out, amongst other things, details of the Subscription Agreement and the Alteration will be published as soon as practicable.

PROFIT WARNING

The Company would like to draw the attention of Shareholders to the profit warning announcement of the Company dated 14 August 2014 in relation to the expected loss attributable to the owners of the Company for the year ended 30 June 2014 (the “**Profit Warning**”). Pursuant to Rule 10 of the Takeovers Code, the Profit Warning will constitute profit forecasts which would be required by Rule 10.3(d) of the Takeovers Code to be reported on by financial advisers and auditors, and under Rule 10.4 of the Takeovers Code, their reports must be included in the next document sent to the Shareholders.

As the Company is currently finalising the annual results for the year ended 30 June 2014 of the Company (the “**Annual Results**”) and is expected to publish the Annual Results on 29 August 2014. Depending on the timing of the Annual Results announcement and the Announcement, the reporting requirement of the Profit Warning may or may not be required. The Company will keep the Shareholders and potential investors updated of any progress in this regard.

Shareholders and potential investors should note that the Profit Warning does not meet the standard required by Rule 10 of the Takeovers Code and has not been reported on in accordance with the Takeovers Code, and thus they are advised to exercise caution in placing reliance on the Profit Warning in respect of dealing in the securities of the Company.

SUSPENSION OF TRADING

At the request of the Company, trading in the Shares on The Stock Exchange of Hong Kong Limited has been suspended with effect from 9:00 a.m. on 14 July 2014 and will continue to be suspended until further publication of the Announcement.

By order of the Board
China Financial International Investments Limited
Wang Dehe
Chairman

Hong Kong, 15 August 2014

As at the date of this announcement, the executive Directors are Mr. Du Lin Dong and Mr. Pong Po Lam, the non-executive Directors are Mr. Wang Dehe, Mr. Sha Naiping and Mr. Ding Xiaobin and the independent non-executive Directors are Dr. Cheung Wai Bun Charles, Mr. Wan Hongchun and Mr. Zeng Xianggao.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.