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**CHINA INVESTMENT AND FINANCE GROUP LIMITED**

中國投融資集團有限公司

*(Incorporated in Cayman Islands with limited liability)*

(Stock code: 1226)

**CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR,  
MEMBER OF THE AUDIT COMMITTEE AND  
THE REMUNERATION COMMITTEE**

The Board is pleased to announce that, with effect from 2 July 2014, Mr. Luk had been appointed as an independent non-executive Director and a member of each of the audit committee and the remuneration committee of the Company.

The Board further announces that, with effect from 2 July 2014, Mr. Leung had tendered his resignation as an independent non-executive Director of the Company.

**APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “Board”) of directors (the “Directors”) of China Investment and Finance Group Limited is pleased to announce that Mr. Simon Luk (“Mr. Luk”) had been appointed as an independent non-executive Director and the member of each of the audit committee and the remuneration committee of the Company with effect from 2 July 2014.

Mr. Luk, aged 48, is a responsible officer for the regulated activities of asset management (Type 9) under the Securities and Futures Ordinance since 2003. Mr. Luk has over 10 years’ experience in asset management and investment advising. Mr. Luk worked in various investment advising companies.

Since November 2013, Mr. Luk is the responsible officer of W. Falcon Asset Management (Asia) Limited. During the period from 2011 to November 2013, Mr. Luk was a responsible officer of Capital Focus Asset Management Limited. Before that, Mr. Luk was a founder and responsible officer of Money Concepts (Asia) Ltd. During the period of 2000 to 2009, Mr. Luk managed various funds and private equity portfolios. Mr. Luk is appointed as a non-executive director of Shaanxi Northwest New Technology Industry Company Limited (Stock code: 8258) since September 2012. Mr. Luk is appointed as an independent non-executive director of Infinity Chemical Holdings Company Limited (Stock code: 640) since November 2013. Save for disclosed above, Mr. Luk did not act as a director in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

There is neither any service contract having executed between the Company and Mr. Luk nor any specific length for proposed length of service with the Company. Mr. Luk's appointment is subject to retirement by rotation and re-election in accordance with the Articles of Association of the Company. The director's emolument of Mr. Luk is subject to review by the Board and the remuneration committee of the Company from time to time pursuant to the power conferred on it in the annual general meeting of the Company.

Save as disclosed above, neither the Board or Mr. Luk is not aware of any matters, in relation to the appointment of Mr. Luk that need to be brought to the attention of the shareholders of the Company, and there is no information relating to Mr. Luk that should be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to take this opportunity to welcome Mr. Luk to join the Board.

### **RESIGNATION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board further announces that, with effect from 2 July 2014, Mr. Leung Kwong Kin ("Mr. Leung") had tendered his resignation as an independent non-executive Director and ceased to act as the member of each of the audit committee and the remuneration committee of the Company in order to devote more time on his other business commitments.

Mr. Leung has confirmed that he has no disagreement with the Board and there are no matters that need to be brought to the attention of the shareholders of the Company in relation to his resignation.

The Board would like to express its gratitude to Mr. Leung for his valuable contribution to the Company during the tenure of his service.

By order of the Board  
**China Investment and Finance Group Limited**  
*Executive Director*  
**Chan Cheong Yee**

Hong Kong, 2 July 2014

*As at the date of this announcement, the Board comprises Mr. CHAN Cheong Yee as the executive Directors, Mr. LIAO Jintian, Mr. ZHOU Weiquan (duties, rights and positions suspended from 4 June 2014) and Mr. ZHOU Han Jie as the non-executive Directors, and Mr. HA Tak Kong, Mr. TSANG Hin Man Terence and Mr. LUK Simon as the independent non-executive Directors.*