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CHINA INVESTMENT AND FINANCE GROUP LIMITED

中國投融資集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1226)

OPEN OFFER ON THE BASIS OF EIGHT OFFER SHARES FOR EVERY ONE CONSOLIDATED SHARE HELD ON THE RECORD DATE

COMMENCEMENT OF DEALINGS IN THE CONSOLIDATED SHARES ON AN EX-ENTITLEMENT BASIS

Reference is made to the circular of China Investment and Finance Group Limited (the “**Company**”) dated 25 November 2015 (the “**Circular**”), in relation to, among other matters, the Share Consolidation, the Change in Board Lot Size and the Open Offer. Unless otherwise defined, terms used herein shall have the same meanings as those set out in the Circular.

Pursuant to the expected timetable of the Open Offer set out in the Circular, the last day of dealings in Consolidated Shares on a cum-entitlement basis of the Open Offer is Monday, 14 December 2015. The closing market price per Consolidated Share quoted on the Stock Exchange on Monday, 14 December 2015 was HK\$0.315. Dealings in the Consolidated Shares on an ex-entitlement basis shall commence on Tuesday, 15 December 2015.

The Open Offer is conditional, inter alia, upon the fulfillment of the conditions set out under the section headed “Conditions of the Open Offer” in the Letter from the Board of the Circular. In particular, the Open Offer is subject to the Underwriter not terminating the Underwriting Agreement in accordance with the terms set out therein. Accordingly, the Open Offer may or may not proceed. Any Shareholders or other persons contemplating selling or purchasing Consolidated Shares up to the date when the conditions of the Open Offer are fulfilled will bear the risk that the Open Offer could not become unconditional and may not proceed. Shareholders and the public are reminded to exercise caution when dealing in the securities of the Company, and if they are in any doubt about their position, they should consult their professional advisers.

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

Hong Kong, 14 December 2015

As at the date of this announcement, the Board comprises Mr. Chan Cheong Yee as executive Director; Mr. Liao Jintian, Ms. Lee Kar Ying and Mr. Wu Qi as non-executive Directors; and Mr. Tsang Hin Man Terence, Mr. Luk Simon, Ms. Liu Xiaoyin and Mr. Hon Leung as independent non-executive Directors.