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CHINA INTERNET INVESTMENT FINANCE HOLDINGS LIMITED

中國互聯網投資金融集團有限公司

(Continued into Bermuda with limited liability)

(Stock Code: 810)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent

 **KINGSTON SECURITIES**

Reference is made to the announcement of China Internet Investment Finance Holdings Limited (the “**Company**”) dated 14 January 2016 (“**Announcement**”) relating to the Placing. Unless otherwise stated, terms used herein shall have the same meanings as defined in the Announcement.

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that all conditions of the Placing Agreement have been fulfilled. The Placing was completed on 1 February 2016 pursuant to which the Company has allotted and issued 63,192,000 Placing Shares at the Placing Price of HK\$0.30 per Placing Share to not less than six Placees who are Independent Third Parties.

To the best of Directors’ knowledge, information and belief, having made all reasonable enquiries, the Placees and their ultimate beneficial owners are Independent Third Parties. None of the Placees has become a substantial Shareholder (as defined under the Listing Rules) immediately after the completion of the Placing. The net proceeds from the Placing, after deducting the placing commission and other expenses in connection with the Placing from the gross proceeds, are approximately HK\$18.43 million and are intended to be used for the general working capital of the Group and for potential investments to be identified.

EFFECTS ON SHAREHOLDING STRUCTURE

The 63,192,000 Placing Shares represent approximately (i) 20.00% of the issued share capital of the Company immediately before the completion of Placing; and (ii) 16.67% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares.

Set out below is the shareholding structure of the Company immediately before and after the completion of Placing:

Shareholders	Immediately before the completion of the Placing		Immediately after the completion of the Placing	
	No. of Shares	Approximate %	No. of Shares	Approximate %
Goodchamp Holdings Limited (Note 1)	75,775,000	23.98	75,775,000	19.98
Public				
The Placees	–	–	63,192,000	16.67
Other public Shareholders	240,214,250	76.02	240,214,250	63.35
Total	<u>315,989,250</u>	<u>100.00</u>	<u>379,181,250</u>	<u>100.00</u>

Notes:

- The interests are held by Goodchamp Holdings Limited, which is 100% owned by Sinowin (PTC) Inc. as trustee of The Sinowin Unit Trust. The Sinowin Unit Trust is a unit trust 100% owned by HSBC International Trustee Limited as trustee of a discretionary trust. The discretionary trust was settled by Dr. Lam Man Chan, Chairman and non-executive Director of the Company.
- As at the date of this announcement, the Company has 8,060,000 outstanding share options entitling the holders thereof to subscribe for 8,060,000 new Shares pursuant to the terms of the share option scheme granted on 28 August 2015.

By order of the Board
China Internet Investment Finance Holdings Limited
Lam Man Chan
Chairman

Hong Kong, 1 February 2016

As at the date of this announcement, the executive director of the Company is Mr. Lee Kwok Leung; the non-executive director of the Company is Dr. Lam Man Chan and the independent non-executive directors of the Company are Dr. Ng Chi Yeung, Simon, Mr. Tam Yuk Sang, Sammy and Ms. Florence Ng.