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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)

**VOLUNTARY ANNOUNCEMENT
LETTER OF INTENT IN RELATION TO A POSSIBLE INVESTMENT
IN A COMPANY WHICH WILL EXPLORE PRC FUND
MANAGEMENT AND INVESTMENT BUSINESSES**

This announcement is made by the Company on a voluntary basis.

On 3 August 2016 (after trading hours), Ever Shiner, a wholly-owned subsidiary of the Company, entered into the Letter of Intent with several parties, pursuant to which it is proposed that Ever Shiner will invest an amount of approximately RMB2.5 million in the Target Company. Ngai Sing is one of the shareholders of the Target Company and is a company wholly-owned by Dr. Lam Man Chan who is the chairman and a non-executive director of the Company. The Target Company was incorporated in Qianhai, and it is intended to explore investment activities and opportunities in the PRC and considers to apply for the requisite registration as a private fund manager in the PRC.

The shareholders and potential investors of the Company should note that, the terms of the Possible Investment are still under negotiation and no formal and legally binding agreement in relation to the Possible Investment has been entered into as at the date of this announcement. Accordingly, the Possible Investment contemplated under the Letter of Intent may or may not materialize. Shareholders and potential investors of the Company are reminded to exercise caution when dealing in the securities of the Company.

This announcement is made by China Internet Investment Finance Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) on a voluntary basis.

LETTER OF INTENT

The board of directors (the “**Directors**”) of the Company (the “**Board**”) wishes to inform that, on 3 August 2016 (after trading hours), Ever Shiner Investment Limited, a wholly-owned subsidiary of the Company (“**Ever Shiner**”), entered into a non-legally binding letter of intent (the “**Letter of Intent**”) with several parties, one of which is a

company wholly-owned by Dr. Lam Man Chan, the chairman and a non-executive Director. Pursuant to the Letter of Intent, it is proposed that Ever Shiner will invest an amount of approximately RMB2.5 million (the “**Possible Investment**”) in a company established in the People’s Republic of China (the “**PRC**”) (the “**Target Company**”).

As at the date of this announcement, the registered capital of the Target Company is RMB10 million and the major shareholders of the Target Company include, among others: (i) a company wholly-owned by Dr. Lam Man Chan, the chairman and a non-executive Director, namely, Ngai Sing Capital Securities Limited (“**Ngai Sing**”) as to 45% equity interests thereof; and (ii) a related company of Honghai Global Holding Group* (鴻海環球控股集團) (“**Honghai Global**”) as to 45% equity interests thereof. According to Honghai Global, it is a large-scale conglomerate specialized in industrial and commercial real estate development, industrial investment and asset management businesses in the PRC. Save for Ngai Sing, which is wholly-owned by Dr. Lam Man Chan, all other parties to the Letter of Intent are parties independent and not connected with the Company and its connected persons.

The Group’s participation in the Possible Investment is expected to be in the form of capital contribution by taking up the equity interests in the Target Company of Ngai Sing, representing approximately 25% of the registered capital of the Target Company. Subject to further negotiation and final terms to be agreed by the parties and the entering of the relevant definitive agreement(s) in relation to the Possible Investment, the investment amount of Ever Shiner in the Target Company may also be increased up to RMB6 million, representing up to 30% equity interests thereof in the Target Company.

The Target Company was incorporated in Qianhai, the PRC and its business activities primarily cover computer information system, computing and technical development of internet of things (IOT). As at the date of this announcement, the Target Company has not commenced any business operation. To the best of the knowledge, information and belief of the Directors, it is intended that the Target Company will explore investment activities and opportunities in the PRC, and to generate its revenue from the receipt of management fee, advisory fee and income from the investments. It is also considering to apply for the requisite registration as a private fund manager in the PRC. Pursuant to the Letter of Intent, one of the parties, namely, Shenzhen Xinchengda Asset Management Co., Limited* (深圳市信誠達資產管理有限公司), purported to be a private fund manager in the PRC, may provide assistance and advisory services to the Target Company.

Upon the entering of the Letter of Intent, the parties will use their respective best endeavors to enter into further negotiation with a view to enter into final and legally binding agreement(s) in relation to the Possible Investment within six months (or such other later date as may be agreed by the parties) upon the entering of the Letter of Intent.

In the event that no final and legally binding agreement(s) in relation to the Possible Investment is being entered into by the parties within six months (or such other later date as may be agreed by the parties) upon the entering of the Letter of Intent, the Letter of Intent will lapse automatically and all parties to the Letter of Intent will be absolutely discharged and released in all aspects and no parties will have any claim against each other in respect of the Possible Investment.

The shareholders and potential investors of the Company should note that, the terms of the Possible Investment are still under negotiation and no formal and legally binding agreement in relation to the Possible Investment has been entered into as at the date of this announcement. Accordingly, the Possible Investment contemplated under the Letter of Intent may or may not materialize. Shareholders and potential investors of the Company are reminded to exercise caution when dealing in the securities of the Company.

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

Hong Kong, 3 August 2016

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

* *For identification purpose only*