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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in CHINA INTERNET INVESTMENT FINANCE HOLDINGS LIMITED, you should at once hand this circular and the accompanying proxy form to the purchaser or transferee or to the licensed securities dealer or registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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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)

**PROPOSED CHANGE OF COMPANY NAME
AND
NOTICE OF SPECIAL GENERAL MEETING**

A notice convening the Special General Meeting of China Internet Investment Finance Holdings Limited to be held at Flat 18, 9/F., Block B, Focal Industrial Centre, 21 Man Lok Street, Hung Hom, Kowloon, Hong Kong on 9 January 2023 at 11:30 a.m. is set out on pages 7 to 8 of this circular.

Whether or not you propose to attend the meeting in person, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return the same to the branch share registrar of China Internet Investment Finance Holdings Limited in Hong Kong, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not later than 48 hours before the time appointed for holding of the meeting or any adjournment thereof.

The completion of a form of proxy will not preclude you from attending and voting at the Special General Meeting in person should you so wish. If you attend and vote at the Special General Meeting, the authority of your proxy will be revoked.

PRECAUTIONARY MEASURES FOR THE SPECIAL GENERAL MEETING

Please see page 2 of this circular for measures to be taken to prevent and control the spread of the coronavirus disease (COVID-19) at the Special General Meeting, including:

- **compulsory body temperature checks and health declarations**
- **recommended wearing of surgical face masks**
- **no distribution of corporate gift and no serving of refreshment**

Any person who does not comply with the precautionary measures will not be permitted entry into the Special General Meeting venue. The Company encourages attendees to wear surgical face masks and reminds Shareholders that they may appoint the chairman of the meeting as their proxy to vote on the relevant resolution(s) at the Special General Meeting as an alternative to attending the Special General Meeting in person.

CONTENTS

	<i>Page</i>
Definitions	1
Precautionary measures for the Special General Meeting	2
Letter from the Board	3
Notice of Special General Meeting	7

DEFINITIONS

In this circular, the following expressions shall have the following meanings unless the context requires otherwise:

“Board”	the board of Directors
“Company”	China Internet Investment Finance Holdings Limited, a company continued into Bermuda with limited liability and the Shares of which are listed on the Stock Exchange
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China, and for the purpose of this circular only, excluding Hong Kong, the Macau Special Administrative Region and Taiwan
“SGM Notice”	the notice convening the Special General Meeting as set out on pages 7 to 8 of this circular
“Share(s)”	share(s) of HK\$0.01 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Shares
“Special General Meeting” or “SGM”	the special general meeting of the Company to be held at Flat 18, 9/F., Block B, Focal Industrial Centre, 21 Man Lok Street, Hunghom, Kowloon, Hong Kong on 9 January 2023 at 11:30 a.m. for the purpose of considering and, if thought fit, approving the resolution proposed in this circular, or any adjournment thereof
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong
“%”	per cent

PRECAUTIONARY MEASURES FOR THE SPECIAL GENERAL MEETING

In view of the ongoing coronavirus disease (COVID-19) pandemic and recent requirements for prevention and control of its spread, the Company will implement the following preventive measures at the Special General Meeting (“SGM”) to protect attending Shareholders, staffs and other stakeholders from the risk of infection:

1. All attendees will be required to undergo a temperature check and sign a health declaration form before entering the SGM venue.
2. Any person with a body temperature of over 37.3 degrees Celsius will not be permitted entry into the SGM venue. Persons exhibiting flu-like symptoms may also be refused admittance at the Company’s discretion.
3. All attendees are required to wear surgical face masks inside the SGM venue at all times, and to maintain a safe distance between seats.
4. No corporate gift will be distributed and no refreshment will be served.

Attendees who do not comply with the precautionary measures referred to above 1 to 4 may be denied entry to the SGM venue, at the absolute discretion of the Company as permitted by laws or the bye-laws of the Company.

Shareholders who are feeling unwell or have been placed on government required quarantine on the date of the SGM are advised not to attend the SGM.

Shareholders who prefer not to attend or are restricted from attending the SGM may still vote by proxy and are advised to take note of the last date and time for the lodgement of the proxy form for the SGM.

As the COVID-19 situation continues to evolve, the Company will closely monitor the situation and reserves the right to take further measures as appropriate in order to minimize any risk to Shareholders and others attending the SGM and to comply with any requirements or recommendations of any government agencies from time to time.

The Company seeks the understanding and cooperation of all Shareholders to minimise the risk of community spread of COVID-19.

The SGM will commence sharply at 11:30 a.m., and Shareholders are encouraged to arrive at the SGM venue at least half an hour prior to the meeting commencement time to avoid delays from precautionary measures mentioned above in the registration process.

LETTER FROM THE BOARD



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)

Chairman and Non-executive Director:

Dr. Lam Man Chan

Executive Director:

Mr. Lee Kwok Leung

Independent Non-executive Directors:

Dr. Ng Chi Yeung, Simon

Mr. Tam Yuk Sang Sammy

Ms. Florence Ng

Registered Office

Victoria Place, 5th Floor,

31 Victoria Street

Hamilton HM 10

Bermuda

Head office and principal place

of business in Hong Kong:

Flat 18, 9/F., Block B

Focal Industrial Centre

21 Man Lok Street

Hunghom, Kowloon, Hong Kong

13 December 2022

To the Shareholders,

Dear Sir or Madam,

PROPOSED CHANGE OF COMPANY NAME AND NOTICE OF SPECIAL GENERAL MEETING

Introduction

The purpose of this circular is to provide you with information regarding the resolution to be proposed at the Special General Meeting for the Proposed Change of Company Name and to give you notice of SGM.

Proposed Change of Company Name

The Board proposes to change the English name of the Company from “China Internet Investment Finance Holdings Limited” to “China Castson 81 Finance Company Limited” and to adopt the Chinese name of “中國鑄晨81金融有限公司” as the Company’s new secondary name in place of its existing secondary name of “中國互聯網投資金融集團有限公司” (together, the “**Proposed Change of Company Name**”).

LETTER FROM THE BOARD

Reasons for the Proposed Change of Company Name

As highlighted in the Company's annual reports for the year ended 31 December 2020 and 31 December 2021, the Company will identify and consider potential investment opportunities in new economy sector and sustainable agriculture, green food, and biotech driven through new technological breakthrough. With this new focus on the various industry sectors, the Company will not restrict its private equity (PE) investments mainly in the internet finance sector and would take a diversified approach in order to enhance the long term returns at a level of risk suitable to the Company and its shareholders. In order to highlight the Group's new strategy and non-focus on the internet finance sector, the Board believes that the Proposed Change of Company Name would provide the Company with a fresh corporate identity and image which will benefit its future business development. The Board is therefore of the view that the Proposed Change of Company Name is in the interests of the Company and the Shareholders as a whole.

Conditions of the Proposed Change of Company Name

The Proposed Change of Company Name is subject to the satisfaction of the following conditions:

- (i) the passing of a special resolution by the Shareholders approving the Proposed Change of Company Name at the SGM; and
- (ii) the Registrar of Companies in Bermuda having approved the Proposed Change of Company Name.

Subject to the satisfaction of the conditions set out above, the Proposed Change of Company Name will take effect from the date of entry of the new English name and the new secondary name of the Company on the register maintained by the Registrar of Companies in Bermuda. The Company will then carry out all necessary filing procedures with the Companies Registry in Hong Kong.

Effect of the Proposed Change of Company Name

The Proposed Change of Company Name will not affect any of the rights of the Shareholders. Once the Proposed Change of Company Name becomes effective, new share certificates of the Company will be issued in the new name and the new secondary name of the Company. However, all existing share certificates in issue bearing the current name of the Company will, after the Proposed Change of Company Name has become effective, continue to be effective as documents of title and be valid for trading, settlement, registration and delivery purposes. Accordingly, there will not be any arrangement for exchange of the existing share certificates of the Company for new share certificates bearing the new name and the new secondary name of the Company.

The Company expects to be traded in its new English name and new secondary name as soon as the Proposed Change of Company Name becomes effective and the filing procedures in Hong Kong have been completed. Further announcement(s) will be made by the Company to inform the Shareholders on the results of the SGM, the effective date of the Proposed Change of Company Name, the change of stock short names of the Company for trading of the shares on the Main Board of The Stock Exchange of Hong Kong Limited, and the new logo of the Company (if any) as and when appropriate.

LETTER FROM THE BOARD

GENERAL

The Proposed Change of Company Name is subject to, inter alia, the approval by the Shareholders by way of a special resolution at the SGM. To the best knowledge, information and belief of the Directors having made all reasonable enquiries, no Shareholder will be required to abstain from voting on the special resolution for approving the Proposed Change of Company Name.

SPECIAL GENERAL MEETING

The Company will convene the SGM at Flat 18, 9/F., Block B, Focal Industrial Centre, 21 Man Lok Street, Hunghom, Kowloon, Hong Kong on 9 January 2023 at 11:30 a.m. for the purpose of considering and, if thought fit, approving the resolution set out in the SGM Notice as set out on pages 7 to 8 of this circular.

A form of proxy for use in connection with the SGM is enclosed herewith. Whether or not you intend to be present and vote at the SGM, you are requested to complete the enclosed form of proxy in accordance with the instructions printed thereon and return it to the Company's Hong Kong branch share registrar, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the SGM or any adjournment thereof. The completion and delivery of a form of proxy will not preclude you from attending and voting at the SGM in person should you so wish. If you attend and vote at the SGM, the authority of your proxy will be revoked.

VOTING BY POLL

According to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll except where the chairman of the meeting may in good faith, allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Therefore, the resolution(s) put to the vote at the SGM will be taken by way of poll. An announcement on the results of the vote by poll will be made by the Company after the SGM in the manner prescribed under Rules 13.39(5) and (5A) of the Listing Rules.

LETTER FROM THE BOARD

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

RECOMMENDATION

The Directors consider the Proposed Change of Company Name is in the interests of the Company and its Shareholders as a whole and accordingly recommend all the Shareholders to vote in favour of the resolution to be proposed at the forthcoming SGM.

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

NOTICE OF SPECIAL GENERAL MEETING



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)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the special general meeting (the “**Special General Meeting**”) of China Internet Investment Finance Holdings Limited (the “**Company**”) will be held at Flat 18, 9/F., Block B, Focal Industrial Centre, 21 Man Lok Street, Hungghom, Kowloon, Hong Kong on 9 January 2023 at 11:30 a.m. for the following purposes:

SPECIAL RESOLUTION

To consider and, if thought fit, pass with or without amendments, the following resolution as a special resolution of the Company:

“**THAT** subject to and conditional upon the necessary approval of the Registrar of Companies in Bermuda having been obtained, the English name of the Company be changed from “China Internet Investment Finance Holdings Limited” to “China Castson 81 Finance Company Limited” and to adopt the Chinese name of “中國鑄晨81金融有限公司” as the Company’s new secondary name in place of its existing secondary name of “中國互聯網投資金融集團有限公司” (the “**Proposed Change of Company Name**”) with effect from the date of entry of the new English name and the new secondary name of the Company on the register maintained by the Registrar of Companies in Bermuda, and that any one director of the Company (each a “**Director**”) be and is hereby authorised to execute all such documents (and if such documents are required to be affixed with the common seal, any Director and any joint company secretary of the Company or any two Directors are hereby authorised to sign and to affix the common seal on such documents) and do all such deeds, acts, matters and things as may be required, necessary, appropriate or expedient for the purpose of or in connection with the implementation of or to give effect to the Proposed Change of Company Name and to attend to any necessary registration and/or filing in Bermuda and Hong Kong for and on behalf of the Company in respect of the Proposed Change of Company Name.”

By Order of the Board

China Internet Investment Finance Holdings Limited

Lam Man Chan

Chairman

Hong Kong, 13 December 2022

NOTICE OF SPECIAL GENERAL MEETING

Notes:

1. The register of members of the Company will be closed from 5 January 2023 to 9 January 2023, both days inclusive, for the purpose of determining the entitlement of the shareholders of the Company to attend and vote at the Special General Meeting. No transfer of shares may be registered during the said period. In order to qualify to attend and vote at the Special General Meeting, all transfers of shares accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Tengis Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4 January 2023 at 4:30 p.m..
2. Any shareholder of the Company entitled to attend and vote at the Special General Meeting is entitled to appoint another person as his/her proxy to attend and vote on his/her behalf in accordance with the bye-laws of the Company. A shareholder of the Company who is the holder of two or more shares may appoint more than one proxy to attend on the same occasion. A proxy need not be a shareholder of the Company.
3. A form of proxy for use at the Special General Meeting is enclosed. In order to be valid, the form of proxy together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of attorney, must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for holding the Special General Meeting or any adjournment thereof.
4. Where there are joint registered holders of any share, any one of such persons may vote at any meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders is present at any meeting personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
5. Completion and return of the form of proxy will not preclude a shareholder of the Company from attending and voting in person at the Special General Meeting or any adjournment thereof if he/she so desires. If a shareholder of the Company attends and votes at the Special General Meeting after having deposited the form of proxy, his/her form of proxy will be deemed to have been revoked.
6. In compliance with the Hong Kong Government's directive on social distancing, personal and environmental hygiene, and the guidelines issued by the Centre for Health Protection of the Department of Health on the prevention of coronavirus disease 2019 ("**COVID-19**"), the Company will implement precautionary measures at the Special General Meeting. Shareholders are advised to read page 2 of the Circular of the Company dated 13 December 2022 for details of the precautionary measures and monitor the development of the COVID-19 pandemic. Subject to the development of the COVID-19 pandemic, the Company may implement further changes and precautionary measures and may issue further announcement(s) on such measures as appropriate.
7. In light of the continuing risks posed by the COVID-19 pandemic, the Company strongly advises Shareholders to appoint the chairman of the Special General Meeting as their proxy to vote on the relevant resolution as an alternative to attending the Special General Meeting in person.
8. In case the venue is being closed on the date of the Special General Meeting due to COVID-19, the Special General Meeting shall stand adjourned to the same day in the next week and at such time and place as shall be decided by the Board. The Company will post an announcement on the Stock Exchange and the Company's website notifying Shareholders of the date, time and place of the adjourned meeting.
9. If Typhoon Signal No. 8 or above, or "extreme conditions" caused by super typhoons, or a "black" rainstorm warning is in effect any time and remains in force 2 hours before the time of the Special General Meeting, the meeting will be postponed. The Company will post an announcement on the websites of Company at <http://www.hk0810.com.hk> and <http://www.irasia.com/listco/hk/cii810> and on the website of the Stock Exchange at <http://www.hkexnews.hk> to notify Shareholders of the date, time and place of the rescheduled meeting.