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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)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD
ON 31 JANUARY 2013**

Reference is made to the circular (the “Circular”) of China Investment and Finance Group Limited (the “Company”) dated 7 January 2013 in relation to, inter alia, proposed change of auditors and proposed amendments to the memorandum and adoption of the amended and restated memorandum and articles of association. Capitalized terms used herein have the same meanings as those defined in the Circular unless the context otherwise requires.

THE EGM

The Board is pleased to announce the poll results of the EGM held on 31 January are as follows:

ORDINARY RESOLUTIONS	Number of Shares (%)	
	For	Against
1. To appoint Elite Partners CPA Limited as auditors of the Company; and	212, 144, 000 (100%)	0 (0%)
2. To authorize the Board to fix their remuneration.	212, 144, 000 (100%)	0 (0%)
SPECIAL RESOLUTIONS	For	Against
1. To Amend the Articles Of Association.	212, 144, 000 (100%)	0 (0%)
2. To Adopt the Amended and Restated Memorandum and Articles of Association.	212, 144, 000 (100%)	0 (0%)

Full text of each resolution was set out in the notice of the EGM in the Circular.

As more than 50% and 75% of the votes were casted in favour of each of the above proposed ordinary resolutions and special resolutions respectively, all of the ordinary resolutions and special resolutions were duly passed, by way of poll, by the Shareholders of the Company.

As at the date of the EGM, the total issued shares of the Company at HK\$0.2 each (the “Shares”) was 581,580,000 Shares, which was the total number of Shares entitling the Shareholders of the Company to attend and vote on all resolutions at the EGM.

There were no Shares entitling the holder to attend and abstain from voting in favour at the EGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the EGM. None of the shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the EGM.

Tricor Standard Limited, the share registrar of the Company in Hong Kong, acted as scrutineer for the poll at the EGM. Shareholders may refer to the Circular and the notice of the EGM for details of the resolutions proposed at the EGM. The Circular and the notice of the EGM can be viewed and downloaded from the designated website of the Stock Exchange at www.hkexnews.hk.

By Order of the Board
**CHINA INVESTMENT AND FINANCE
GROUP LIMITED**
Tse Hon Kwan, Max
Company Secretary

Hong Kong, 31 January 2013

As at the date of this announcement, the board of the Company consists of Mr. CHAN Cheong Yee as executive director, Mr. LIAO Jintian and Mr. ZHOU Weiquan as non-executive directors and Mr. CHEN Kaizhi, Mr. HA Tak-kong, Mr. LEUNG Kwong Kin and Mr. LO Chi Ming as independent non-executive directors.