

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



ASIA INVESTMENT FINANCE GROUP LIMITED

亞投金融集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 33)

INSIDE INFORMATION EXTENSION OF LONG STOP DATES IN RELATION TO FRAMEWORK AGREEMENTS FOR (I) SUBSCRIPTION OF ZERO COUPON CONVERTIBLE BONDS BY CITIC MERCHANT AND (II) FORMATION OF JOINT VENTURE COMPANY

This announcement is made by Asia Investment Finance Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Reference is made to the announcement of the Company dated 23 December 2016 in relation to, among others, the subscription of zero coupon convertible bonds by CITIC Merchant Co., Limited and formation of a joint venture company (the “**Announcement**”). Terms defined in the Announcement shall have the same meaning when used herein unless otherwise specified.

EXTENSION OF THE LONG STOP DATE FOR THE SUBSCRIPTION

As disclosed in the Announcement, the Company and CITIC Merchant entered into the Subscription Framework Agreement on 23 December 2016 in relation to the Subscription. As provided in the Subscription Framework Agreement, it shall terminate and be of no force and effect on the earlier of (i) the date of which the formal agreement in relation to the Subscription is to be executed, or (ii) 14 February 2017 (the “**Subscription Long Stop Date**”) (or such later date as the Company and CITIC Merchant may otherwise agree in writing).

On 14 February 2017 (after trading hours), the Company and CITIC Merchant have entered into a side letter to extend the Subscription Long Stop Date to 31 May 2017 (or such later date as may be agreed between the Company and CITIC Merchant), as further time is required by the Company and CITIC Merchant to discuss and negotiate details of the formal agreement in relation to the Subscription.

Save and except for the aforesaid extension of the Subscription Long Stop Date, all other terms and conditions of the Subscription Framework Agreement shall remain unchanged and continue in full force and effect.

EXTENSION OF THE LONG STOP DATE FOR THE FORMATION OF JOINT VENTURE COMPANY

As disclosed in the Announcement, the Company and CITIC Merchant entered into the Joint Venture Framework Agreement on 23 December 2016 in relation to the formation of Joint Venture Company. As provided in the Joint Venture Framework Agreement, it shall terminate and be of no force and effect on the earlier of (i) the date of which the formal agreement in relation to the formation of the Joint Venture Company is to be executed, or (ii) 14 February 2017 (the “**JV Formation Long Stop Date**”) (or such later date as the Company and CITIC Merchant may otherwise agree in writing).

On 14 February 2017 (after trading hours), the Company and CITIC Merchant have entered into a side letter to extend the JV Formation Long Stop Date to 31 May 2017 (or such later date as may be agreed between the Company and CITIC Merchant), as further time is required by the Company and CITIC Merchant to discuss and negotiate details of the formal agreement in relation to the formation of the Joint Venture Company.

Save and except for the aforesaid extension of the JV Formation Long Stop Date, all other terms and conditions of the Joint Venture Framework Agreement shall remain unchanged and continue in full force and effect.

By Order of the Board
Asia Investment Finance Group Limited
Cheung Kwan
Chairperson and Executive Director

Hong Kong, 14 February 2017

As at the date of this announcement, the Board comprises five executive Directors, namely Ms. Cheung Kwan, Mr. Wei Jiafu, Mr. Huang Shenglan, Mr. Cheng Wen and Mr. Wong Kwong Sum; and three independent non-executive Directors, namely Mr. Anthony Espina, Mr. Wong Tin Yau, Kelvin and Mr. Ho Chun Chung, Patrick.