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ASIA INVESTMENT FINANCE GROUP LIMITED

亞投金融集團有限公司

(Incorporated in Cayman Islands with limited liability)

(Stock Code: 33)

CONNECTED TRANSACTION IN RELATION TO ALTERATION OF TERMS OF CONVERTIBLE BONDS

References are made to the circular (the “**Circular**”) of the Company dated 28 February 2018 in relation to the Alteration of Terms and the Deed of Variation, and the announcement of the Company dated 20 March 2018 in relation to the poll results of the EGM. Unless otherwise stated, capitalised terms used herein have the same meanings as those defined in the Circular.

The Board is pleased to announce that on 28 March 2018, the Stock Exchange granted its approval (i) under Rule 28.05 of the Listing Rules for the Alteration of Terms; and (ii) in the listing of, and permission to deal in, the Conversion Shares falling to be allotted and issued upon an exercise of the conversion rights attaching to the outstanding Convertible Bonds.

As at 28 March 2018, all conditions precedent of the Alteration of Terms have been fulfilled. On 29 March 2018, the Company notified the Bondholder in writing the fulfilment of the conditions precedent of the Alteration of Terms. As such, the Alteration of Terms takes effect on 29 March 2018 and the maturity date of the outstanding Convertible Bonds held by the Bondholder has been extended to 18 February 2019.

Upon the full conversion of the outstanding Convertible Bonds by the Bondholder and assuming no other changes in the issued share capital of the Company, the Bondholder will be interested in 2,000,000,000 Shares of the Company, representing approximately 19.37% of the issued share capital of the Company.

By order of the Board
Asia Investment Finance Group Limited
Wong Kwong Sum
Executive Director

Hong Kong, 6 April 2018

As at the date of this announcement, the Board comprises three executive Directors, namely Ms. Cheung Kwan, Mr. Liu Hu and Mr. Wong Kwong Sum; and three independent non-executive Directors, namely Mr. Anthony Espina, Mr. Ho Chun Chung, Patrick and Mr. Ge Ming.