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CHINA FINANCE INVESTMENT HOLDINGS LIMITED

中國金控投資集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 875)

DESPATCH OF CIRCULAR IN RELATION TO

- (1) ISSUE OF SUBSCRIPTION SHARES TO CONNECTED PERSON
UNDER SPECIFIC MANDATE;
(2) PROPOSED REPAYMENT OF INDEBTEDNESS;
(3) APPLICATION FOR WHITEWASH WAIVER; AND
(4) NOTICE OF SPECIAL GENERAL MEETING
AND
CLARIFICATION RELATING TO THE NOTICE OF
SPECIAL GENERAL MEETING**

(1) Despatch of Circular

Reference is made to the announcement of China Finance Investment Holdings Limited (the “**Company**”) dated 6 February 2020 regarding, among others, the Subscription, the Specific Mandate and the Whitewash Waiver (the “**Announcement**”) and the announcement of the Company dated 27 February 2020 in respect of the delay in despatch of circular of the Company. Capitalised terms used herein have the same meanings as those defined in the Announcement unless the context requires otherwise.

The circular (the “**Circular**”) containing, among other things, (i) details of the Subscription, the Specific Mandate and the Whitewash Waiver; (ii) the recommendations of the Independent Board Committee to the Independent Shareholders; (iii) the letter of advice from the Independent Financial Adviser to the Independent Board Committee in relation to the Subscription, the Specific Mandate and the Whitewash Waiver; and (iv) a notice convening the SGM and a form of proxy, has been despatched to the Shareholders on 20 March 2020.

The SGM will be held at Suite 1510, 15/F, Ocean Centre, Harbour City, 5 Canton Road, Tsim Sha Tsui, Kowloon, Hong Kong, on 15 April 2020 at 4:00 p.m., details of which are set out in the notice of the SGM and the Circular.

Shareholders are advised to review the Circular carefully and in particular the letter of advice from the Independent Board Committee and the letter of advice from the Independent Financial Adviser contained in the Circular before making any voting decision at the SGM.

The Subscription is subject to the fulfillment (or waiver, if applicable) of a number of conditions precedent set out under the section headed “The Subscription — Conditions of the Subscription” in the Circular, including approval at the SGM by the Independent Shareholders of the Subscription, the Specific Mandate and the Whitewash Waiver, and the granting of the Whitewash Waiver by the Executive. As such, the Subscription may or may not proceed.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares. Persons who are in doubt as to the action they should take should consult their stockbroker, licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional advisers.

(2) Clarification relating to the Notice of the SGM

In Note 5 to the notice of the SGM dated 20 March 2020, it states that:

“... .. In order to be eligible to attend and vote at the Meeting, unregistered holders of shares of the Company should ensure that all the share transfer documents accompanied by the relevant share certificates must be lodged with the Company’s share registrar in Hong Kong, Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for the Meeting or any adjournment thereof.”

The Company would like to clarify that unregistered holders of shares of the Company should ensure that all the share transfer documents accompanied by the relevant share certificates must be lodged with the Company’s share registrar in Hong Kong not later than 4:30 p.m. on 7 April 2020 in order to be eligible to attend and vote at the Meeting.

Save as stated above, all information set out in the notice of the SGM remains unchanged.

By order of the Board
China Finance Investment Holdings Limited
Lin Yuhao
Chairman

Hong Kong, 20 March 2020

As at the date of this announcement, the board of directors of the Company comprises six Directors, including two executive Directors, namely Ms. Diao Jing and Mr. Lin Yupa, one non-executive Director, namely Mr. Lin Yuhao and three independent non-executive Directors, namely Mr. Li Shaohua, Ms. Zhu Rouxiang and Ms. Li Yang.

All the Directors jointly and severally accept full responsibility for the accuracy of the information (other than information relating to the Subscriber) contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

As at the date of this announcement, the sole director of the Subscriber is Mr. Lin Yuhao.

The sole director of the Subscriber accepts full responsibility for the accuracy of the information (other than the information relating to the Company) contained in this announcement and confirms, having made all reasonable inquiries, that to the best of his knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.