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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)**

**I. FURTHER DELAY IN DESPATCH OF THE CIRCULAR;  
II. DESPATCH OF THE CIRCULAR;  
AND  
III. REVISED EXPECTED TIMETABLE FOR  
THE SHARE CONSOLIDATION, THE CHANGE IN BOARD LOT SIZE  
AND THE OPEN OFFER**

Reference is made to the announcements (the “**Announcements**”) of China Investment and Finance Group Limited (the “**Company**”) dated 9 September 2015, 15 October 2015 and 6 November 2015 in relation to, among other matters, the proposed Share Consolidation, the proposed Change in Board Lot Size and the proposed Open Offer. Unless otherwise stated, capitalised terms used herein shall bear the same meanings as defined in the Announcements.

As set out in the Announcements, the Circular containing, among other things, (i) further details about the Share Consolidation, the Change in Board Lot Size and the Open Offer; (ii) a letter of recommendation from the Independent Board Committee to the Independent Shareholders in respect of the Open Offer; (iii) a letter of advice from the independent financial adviser to the Independent Board Committee and the Independent Shareholders on the Open Offer; and (iv) the notice convening the EGM, will be despatched to the Shareholders on or before Tuesday, 24 November 2015.

Since additional time is required for the Company to finalise certain information to be included in the Circular, the Board hereby announces that the Circular will be despatched to the Shareholders on Wednesday, 25 November 2015.

**REVISED EXPECTED TIMETABLE**

The expected timetable for the Share Consolidation, the Change in Board Lot Size and the Open Offer has been revised and is set out below:

<b>Event</b>	<b>2015</b>
Expected date of despatch of the Circular and the notice of the EGM . . . . .	Wednesday, 25 November
Latest time for lodging proxy form for the EGM . . . . .	11:00 a.m. on Wednesday, 9 December
Date and time of the EGM . . . . .	11:00 a.m. on Friday, 11 December
Announcement of results of the EGM . . . . .	Friday, 11 December
Effective date of the Share Consolidation . . . . .	Monday, 14 December
Commencement of dealings in the Consolidated Shares . . . . .	9:00 a.m. on Monday, 14 December
Original counter for trading in Shares (in board lots of 8,000 Shares) (in the form of existing share certificates) temporarily closes . . . . .	9:00 a.m. on Monday, 14 December
Temporary counter for trading in Consolidated Shares, in board lots of 1,600 Consolidated Shares (in the form of existing share certificates) opens . . . . .	9:00 a.m. on Monday, 14 December
First day for the free exchange of existing certificates of the Shares into new share certificates of Consolidated Shares commences . . . . .	Monday, 14 December
Last day of dealings in Consolidated Shares on a cum-entitlement basis . . . . .	Monday, 14 December
First day of dealings in Consolidated Shares on an ex-entitlement basis . . . . .	Tuesday, 15 December
Latest time for lodging transfers of Consolidated Shares in order to qualify for the Open Offer . . . . .	4:30 p.m. on Wednesday, 16 December
Register of members closes . . . . .	Thursday, 17 December to Wednesday, 23 December (both dates inclusive)

Record Date . . . . . Wednesday, 23 December

Register of members re-opens . . . . . Thursday, 24 December

Despatch of the Prospectus Documents . . . . . Thursday, 24 December

Original counter for trading in Consolidated  
Shares in new board lots of 10,000  
Consolidated Shares (in the form of  
new share certificates) re-opens . . . . . 9:00 a.m. on Tuesday, 29 December

Parallel trading in the Consolidated Shares  
(in the form of both existing share certificates  
and new share certificates) commences . . . . . 9:00 a.m. on Tuesday, 29 December

Designated broker starts to stand in  
the market to provide matching services  
for the sale and purchase of odd lots of  
Consolidated Shares . . . . . 9:00 a.m. on Tuesday, 29 December

**2016**

Latest time for acceptance of and payment  
for the Offer Shares . . . . . 4:00 p.m. on Monday, 11 January

Latest time for termination of the  
Underwriting Agreement . . . . . 4:00 p.m. on Thursday, 14 January

Temporary counter for trading in board lots of  
1,600 Consolidated Shares (in the form of  
existing share certificates) closes . . . . . 4:00 p.m. on Tuesday, 19 January

Parallel trading in Consolidated Shares  
(in the form of new and existing  
certificates) ends . . . . . 4:00 p.m. on Tuesday, 19 January

Announcement of the results of the Open Offer . . . . . Tuesday, 19 January

Despatch of certificates for the Offer Shares . . . . . Wednesday, 20 January

Despatch of refund cheques if the  
Open Offer is terminated . . . . . Wednesday, 20 January

Last day of free exchange of existing  
certificates for new certificates for  
Consolidated Shares . . . . . Thursday, 21 January

Expected first day of dealings in  
the Offer Shares . . . . . 9:00 a.m. on Thursday, 21 January

Designated broker ceases to stand in  
the market to provide matching services  
for the sale and purchase of odd lots of  
Consolidated Shares . . . . . 4:00 p.m. on Tuesday, 26 January

*All times and dates in this circular refer to Hong Kong local times and dates. Dates or deadlines specified in the expected timetable above are indicative only and may be extended or varied by the Company. Any changes to the expected timetable will be published or notified to the Shareholders as and when appropriate.*

By Order of the Board  
**China Investment and Finance Group Limited**  
**Chan Cheong Yee**  
*Executive Director*

Hong Kong, 24 November 2015

*As at the date of this announcement, the Board comprises Mr. Chan Cheong Yee as executive Director; Mr. Liao Jintian, Ms. Lee Kar Ying and Mr. Wu Qi as non-executive Directors; and Mr. Tsang Hin Man Terence, Mr. Luk Simon, Ms. Liu Xiaoyin and Mr. Hon Leung as independent non-executive Directors.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, and confirm, having made all reasonable enquiries, 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 contained in this announcement misleading.*

*In the case of any inconsistency, the English text of this announcement shall prevail over the Chinese text.*