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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)

### GRANT OF SHARE OPTIONS

The Board hereby announces that, on 7 March 2019, the Company resolved to grant Share Options to the Grantees to subscribe for up to 180,000,000 new Shares, subject to acceptance of the Grantees, under the share option scheme of the Company adopted on 29 August 2013.

This announcement is made pursuant to Rule 17.06A of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board (the “**Board**”) of directors (the “**Directors**”) of China Investment and Finance Group Limited (the “**Company**”) hereby announces that, on 7 March 2019, the Company resolved to grant share options (the “**Share Option(s)**”) to certain Directors and employees of the Company and its subsidiaries (collectively the “**Grantees**”) to subscribe for up to 180,000,000 new ordinary shares of HK\$0.05 each in the capital of the Company (the “**Share(s)**”), subject to acceptance of the Grantees, under the share option scheme of the Company adopted on 29 August 2013. Details of the Share Options granted are as follows:

|   |   |   |
|---|---|---|
| Date of grant                           | : | 7 March 2019 (the “ <b>Grant Date</b> ”)  |
| Exercise price of Share Options granted | : | HK\$0.05 per Share (being the highest of (i) closing price of the Shares as stated in the Stock Exchange’s daily quotations sheets on the Grant Date; (ii) the average closing price of the Shares as stated in the Stock Exchange’s daily quotations sheets for the five business days immediately preceding the Grant Date; and (iii) the nominal value of the Share i.e. HK\$0.05) |

|  |   |   |
|--|---|---|
| Consideration for the grant                  | : | HK\$1.00 to be paid by each grantee upon acceptance of the Share Options granted                          |
| Number of Share Options granted              | : | 180,000,000 Share Options (each Share Option shall entitle the holder thereof to subscribe for one Share) |
| Closing price of Shares on the Grant Date    | : | HK\$0.048 per Share   |
| Validity period of the Share Options granted | : | The Share Options shall be exercisable during the period of 1 year from the Grant Date                    |

Among the total of 180,000,000 Share Options granted, 45,000,000 Share Options were granted to the following Directors:

| <b>Name of Directors</b> | <b>Capacity</b>        | <b>Number of Share Options granted</b> |
|--------------------------|------------------------|--|
| Mr. Chan Cheong Yee      | Executive Director     | 22,500,000                             |
| Mr. Fong On Shek         | Non-executive Director | 22,500,000                             |
|                          | <b>Total</b>           | <b><u>45,000,000</u></b>               |

Save as disclosed above, none of the Grantees of the Share Options is a director, chief executive or substantial shareholder of the Company, or an associate (as defined in the Listing Rules) of any of them. The grant of the Share Options to each of Mr. Chan Cheong Yee and Mr. Fong On Shek was approved by independent non-executive Directors.

By Order of the Board  
**China Investment and Finance Group Limited**  
**Liao Jintian**  
*Chairman*

Hong Kong, 7 March 2019

*As at the date of this announcement, the Board comprises Mr. Chan Cheong Yee as executive Director, Mr. Liao Jintian, Mr. Wu Qi and Mr. Fong On Shek as non-executive Directors, and Mr. Luk Simon, Ms. Liu Xiaoyin and Mr. Hon Leung as independent non-executive Directors.*