

*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.*

*This announcement is not an offer to purchase, a solicitation of an offer to purchase or a solicitation of an offer to sell any securities and neither this announcement nor anything herein forms the basis for any contract or commitment whatsoever. This announcement does not constitute, and may not be used in connection with, any form of offer or solicitation in any place where such offers or solicitations are not permitted by law.*

**THIS ANNOUNCEMENT IS NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN OR INTO OR TO ANY PERSON LOCATED OR RESIDENT IN THE UNITED STATES OF AMERICA, ITS TERRITORIES AND POSSESSIONS (INCLUDING PUERTO RICO, THE U.S. VIRGIN ISLANDS, GUAM, AMERICAN SAMOA, WAKE ISLAND AND THE COMMONWEALTH OF THE NORTHERN MARIANA ISLANDS), ANY STATE OF THE UNITED STATES OF AMERICA OR THE DISTRICT OF COLUMBIA OR IN OR INTO ANY JURISDICTION WHERE IT IS UNLAWFUL TO RELEASE, PUBLISH OR DISTRIBUTE THIS DOCUMENT.**



**CIFI Holdings (Group) Co. Ltd.**  
**旭輝控股(集團)有限公司**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock code: 00884)**

## **RESULTS ANNOUNCEMENT**

**PARTIAL REPURCHASE OF THE OUTSTANDING HK\$1,879,000,000  
ZERO COUPON GUARANTEED CONVERTIBLE BONDS DUE 2019  
(ISIN: XS1763165518; Common Code: 176316551)**

**Sole Dealer Manager**  
**J.P.Morgan**

Reference is made to the announcement of CIFI Holdings (Group) Co. Ltd. (旭輝控股(集團)有限公司) (the “**Company**”) dated 6 December 2018 (the “**Announcement**”) in relation to the invitation by the Company to Eligible Holders to offer to sell their Bonds for cash pursuant to a reverse bookbuilding modified Dutch auction process (the “**Invitation**”). Unless otherwise defined, terms used in this announcement shall have the same meanings as defined in the Announcement.

The Invitation commenced on 6 December 2018 and expired at 9:00 p.m. (HKT) on 7 December 2018.

The Company is pleased to announce that it has received responses to sell the Bonds in an aggregate principal amount equal to HK\$851 million from Eligible Holders at the Buyback Price of 101% of the principal amount of the Bonds pursuant to the Invitation and the Company has agreed to accept the full amount (the “**Repurchase**”).

Set out below are details of the Repurchase:

Buyback Price (which represents the clearing buyback price determined pursuant to the Modified Dutch Auction Procedure): 101% of the principal amount of the Bonds

Acceptance Amount: HK\$851 million in aggregate principal amount of the Bonds

Settlement Date: On or about 17 December 2018

Aggregate principal amount of outstanding Bonds upon cancellation of the Bonds repurchased: HK\$1,028 million

Completion of the Repurchase is subject to, among other things, the conditions precedent set forth in the Dealer Manager Agreement dated 6 December 2018 between the Company and J.P. Morgan Securities plc (as dealer manager), market conditions and investors’ demand. Investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company.

Following the settlement of the Repurchase, the Repurchased Bonds will be cancelled in accordance with the terms and conditions of the Bonds and the amount of the Bonds will be reduced accordingly.

The Repurchase is being made outside the United States, and to persons (i) located or resident outside the United States, (ii) acting on behalf of a beneficial owner of Bonds located or resident outside the United States, and (iii) acting for the account or benefit of any person located or resident outside the United States, and is only open to holders of the Bonds that are otherwise not prohibited by applicable securities and other laws from participating in the Repurchase.

By order of the Board  
**CIFI Holdings (Group) Co. Ltd.**  
**LIN Zhong**  
*Chairman*

Hong Kong, 10 December 2018

*As at the date of this announcement, the Board comprises Mr. LIN Zhong, Mr. LIN Wei, Mr. LIN Feng, Mr. CHEN Dongbiao and Mr. YANG Xin as executive Directors; Mr. WANG Wei as non-executive Director; and Mr. GU Yunchang, Mr. ZHANG Yongyue and Mr. TAN Wee Seng as independent non-executive Directors.*