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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: 0033)

INSIDE INFORMATION

ADJUSTMENT IN THE AMOUNT OF TARGET SHARES AND FURTHER EXTENSION OF LONG STOP DATE IN RELATION TO THE FRAMEWORK AGREEMENT FOR A PROPOSED ACQUISITION

This announcement is made by Asia Investment Finance Group Limited (the “**Company**“, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Reference is made to the announcements of the Company respectively dated 15 March 2017 and 26 July 2017 in relation to, among others, the Proposed Acquisition (the “**Announcements**”). Terms defined in the Announcements shall have the same meaning when used herein unless otherwise specified.

ADJUSTMENT IN THE AMOUNT OF TARGET SHARES AND FURTHER EXTENSION OF LONG STOP DATE FOR THE PROPOSED ACQUISITION

As disclosed in the Announcements, B&R Security International Company Limited (“**B&R**”), being a wholly-owned subsidiary of the Company, 北京德威保安服務有限公司 (Beijing DeWe Security Services Co., Limited*) (the “**Vendor**”) and 德威控股集團有限公司 (DeWe Holding Group Limited*) (the “**Guarantor**”) entered into the Framework Agreement on 15 March 2017 (as amended by the side letter entered into among B&R, the Vendor and the Guarantor on 26 July 2017 (the “**1st Side Letter**”)) in relation to the Proposed Acquisition. The Framework Agreement became effective on the date of the Framework Agreement and shall terminate and be of no legal force and effect on (whichever is the earliest) (i) the date of the Formal Agreement; (ii) the date on which B&R is to give a written notice to the Vendor and the Guarantor for the termination of the Framework Agreement; or (iii) 31 October 2017 (the “**Long Stop Date**”) or such later date as may be

agreed by B&R, the Vendor and the Guarantor. As provided in the Framework Agreement and the 1st Side Letter, the Framework Agreement shall lapse and cease to take effect after 31 October 2017.

Following further discussion and negotiation among the parties, and since more time is required to finalise the terms of the Formal Agreement, B&R, the Vendor and the Guarantor entered into the second side letter on 31 October 2017 (after trading hours), pursuant to which:

1. The Target Shares shall change from 20% of the total issued shares of the Target Company to 8% of the total issued shares of the Target Company; and
2. The Long Stop Date shall be extended to 30 November 2017 (or such other date as may be agreed by B&R, the Vendor and the Guarantor).

Save and except for the aforesaid adjustment in the amount of Target Shares and further extension of Long Stop Date, all other terms and conditions of the Framework Agreement shall remain unchanged and continue to be in full force and effect.

By Order of the Board
Asia Investment Finance Group Limited
Wei Jiafu
Executive Director

Hong Kong, 31 October 2017

As at the date of this announcement, the Board comprises three executive Directors, namely Ms. Cheung Kwan, Mr. Wei Jiafu, and Mr. Wong Kwong Sum; one non-executive Director, Ms. Wang Angel Yunxiao; and four independent non-executive Directors, namely Mr. Anthony Espina, Mr. Wong Tin Yau, Kelvin, Mr. Ho Chun Chung, Patrick and Mr. Ge Ming.

* *For identification purpose only*