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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)

COMPLETION OF ISSUE OF NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that all the conditions of the Subscription have been fulfilled and the completion of the Subscription took place on 2 June 2015 in accordance with the terms and conditions of the Subscription Agreement. A total of 130,000,000 Subscription Shares have been successfully subscribed by the Subscriber.

Reference is made to the announcements of China Investment and Finance Group Limited (the “**Company**”) dated 21 May 2015 and 26 May 2015 in respect of the Subscription (the “**Announcements**”). Unless defined otherwise, capitalized terms used herein shall have the same meanings as those defined in the Announcements.

COMPLETION OF THE SUBSCRIPTION

The Board is pleased to announce that all the conditions of the Subscription have been fulfilled and the completion of the Subscription took place on 2 June 2015 in accordance with the terms and conditions of the Subscription Agreement. A total of 130,000,000 Subscription Shares have been successfully subscribed by the Subscriber at the Subscription Price of HK\$0.275 per Subscription Share, representing approximately 12.44% of the entire issued share capital of the Company (as enlarged by the issue of the Subscription Shares) immediately after completion of the Subscription.

As at the date of this announcement, the Company is interested in 76,000,000 Lerado Shares, which represent approximately 8.59% of the issued share capital of Lerado. Save as disclosed above, to the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, each of the Subscriber and its ultimate beneficial owner is not a connected person of the Company, and the Subscriber and its respective associates becomes a substantial shareholder (as defined under the Listing Rules) of the Company upon completion of the Subscription.

The net proceeds from the Subscription is HK\$35.55 million which is intended to be used in funding the general working capital of the Group and for future investments pursuant to the investment objectives of the Company.

SHAREHOLDING STRUCTURE OF THE COMPANY

Set out below is the shareholding structure of the Company immediately before and after completion of the Subscription:

	Immediately before completion of the Subscription		Immediately after completion of the Subscription	
	<i>Number of shares</i>	<i>Approx. %</i>	<i>Number of shares</i>	<i>Approx. %</i>
Public Shareholders				
The Subscriber	–	–	130,000,000	12.44
Other public Shareholders	915,370,000	100.00	915,370,000	87.56
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Total	<u>915,370,000</u>	<u>100.00</u>	<u>1,045,370,000</u>	<u>100.00</u>

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

Hong Kong, 2 June 2015

As at the date of this announcement, the Board comprises Mr. CHAN Cheong Yee as executive Director; Mr. LIAO Jintian and Ms. LEE Kar Ying as non-executive Directors; and Mr. HA Tak Kong, Mr. TSANG Hin Man Terence, Mr. LUK Simon and Ms. LIU Xiaoyin as independent non-executive Directors.