

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.



CHINA FINANCIAL INTERNATIONAL INVESTMENTS LIMITED

中國金融國際投資有限公司

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 721)

FORMATION OF TWO JOINT VENTURE COMPANIES

This announcement is made by the Company on a voluntary basis to keep the Shareholders informed of the updated business development of the Company.

THE JV AGREEMENT I

The Board announces that on 22 November 2011, after trading hours of the Stock Exchange, the Company entered into the JV Agreement I and other four parties relating to the formation of the JV Company I which is proposed to be principally engaged in provision of rapid and nimble small loans and enterprises development, management and financial consultation services to technology enterprises, sole proprietors and small and medium enterprises in Gaochun County, Nanjing, Jiangsu Province, the PRC.

The registered capital of the JV Company I will be RMB200,000,000, of which the Company will subscribe for 30% of equity interests of the JV Company I for a cash consideration of RMB60,000,000 and the other four parties will subscribe for 70%, in aggregate, of equity interests of the JV Company I for cash consideration of RMB140,000,000. The subscription money of RMB60,000,000 in cash payable by the Company will be funded by the Company's internal resources.

The JV Company I will be treated as pure investment in the financial statements of the Company. The subscription money payable by each of the parties to the JV Agreement I will be used as initial working capital of the JV Company I.

THE JV AGREEMENT II

The Board further announces that on 22 November 2011, after trading hours of the Stock Exchange, the Company and other four parties entered into the JV Agreement II relating to the formation of the JV Company II which is proposed to be principally engaged in provision of rapid and nimble small loans and enterprise development, management and financial consultation services to technology enterprises, small and medium enterprises and sole proprietors in Lishui County, Nanjing, Jiangsu Province, the PRC.

The authorized share capital of the JV Company II will be RMB200,000,000 divided into 200,000,000 shares of RMB1.00 each. Pursuant to the JV Agreement II, the Company will subscribe for 30% of equity interests of the JV Company II for a cash consideration of RMB60,000,000 and the other four joint venture partners will subscribe for 70%, in aggregate, of equity interests of the JV Company II for cash consideration of RMB140,000,000. The subscription money of RMB60,000,000 in cash payable by the Company will be funded by the Company's internal resources.

The JV Company II will be treated as pure investment in the financial statements of the Company. The subscription money payable by each of the parties to the JV Agreement II will be used as initial working capital of the JV Company II.

This announcement is made by the Company on a voluntary basis to keep the Shareholders informed of the updated business development of the Company.

THE JV AGREEMENT I

The Board announces that on 28 August 2011, the Company was informed by Nanjing City Gaochun County Development and Reform Bureau (南京市高淳縣發展和改革局#) in writing that the Company jointly with other four parties had successfully bidden the tender for setting up small loan company for technology enterprises, sole proprietors and small and medium enterprises in Gaochun County, Nanjing, Jiangsu Province, the PRC. Accordingly, the Company and other four parties entered into the JV Agreement I.

The JV Agreement I

Date: 22 November 2011

Parties: (i) The Company;
(ii) Jiangxi Hanchen
(iii) Jiangxi Youse Engineering Company Limited
(江西有色工程有限公司#);

(iv) Shenzhen Xinyu Tianfan; and

(v) Nanjing Xinning.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the principal business activities of each of the counterparties to the JV Agreement I are as follows:

- (i) Jiangxi Hanchen is principally engaged in investment holding;
- (ii) Jiangxi Youse Engineering Company Limited (江西有色工程有限公司[#]) is principally engaged in project development and engineering construction;
- (iii) Shenzhen Xinyu Tianfan is principally engaged in development and sale of minerals; establishment of enterprises or projects; investment consultation; export and import business operations; and
- (iv) Nanjing Xinning is principally engaged in research and development, production and sale of electric and electricity gas automation equipment and electricity system consultation.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, each of Jiangxi Hanchen, Jiangxi Youse Engineering Company Limited and Shenzhen Xinyu Tianfan are joint venture partners of the Company in respect of other small loan joint venture companies in other areas of the PRC. Save as disclosed, each of the counterparties and its ultimate beneficial owners are Independent Third Parties.

The JV Company I

The JV Company I will be a company incorporated under the laws of the PRC with limited liability.

Registered Capital and shareholding of the JV Company I

The registered capital of the JV Company I will be RMB200,000,000, of which the Company will subscribe for 30% of equity interests of the JV Company I for a cash consideration of RMB60,000,000 and the other four parties will subscribe for 70%, in aggregate, of equity interests of the JV Company I for cash consideration of RMB140,000,000. The subscription money of RMB60,000,000 in cash payable by the Company will be funded by the Company's internal resources.

The JV Company I will be treated as pure investment in the financial statements of the Company. The Company will not involve in the daily operation and management of the JV Company I.

The subscription money payable by each of the parties to the JV Agreement I will be used as initial working capital of the JV Company I.

Principal business of the JV Company I

The JV Company I which is proposed to be principally engaged in provision of rapid and nimble small loans and enterprise development, management and financial consultation services to technology enterprises, sole proprietors and small and medium enterprises in Gaochun County, Nanjing, Jiangsu Province, the PRC.

THE JV AGREEMENT II

The Board further announces that on 23 September 2011, the Company was informed by Nanjing Lishui County Development and Reform Bureau (南京溧水縣發展及改革局#) in writing that the Company jointly with other four parties had successfully bidden the tender for setting up small loan company for technology enterprises, sole proprietors and small and medium enterprises in Lishui County, Nanjing, Jiangsu province, the PRC. Accordingly, the Company and the other four parties entered into the JV Agreement II.

The JV Agreement II

Date: 22 November 2011

Parties: (i) The Company;

(ii) Jiangxi Hanchen;

(iii) Shenzhen Gaoyun Investment Management Company Limited (深圳市高潤投資管理有限公司)

(iv) Shenzhen Xinyu Tianfan; and

(v) Nanjing Xinning.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the principal business activities of each of the counterparties to the JV Agreement II are as follows:

- (i) Jiangxi Hanchen is principally engaged in investment holding;
- (ii) Shenzhen Gaoyun Investment Management Company Limited (深圳市高潤投資管理有限公司#) is principally engaged in investment management and consultation, industry investment and domestic trade.
- (iii) Shenzhen Xinyu Tianfan is principally engaged in development and sale of minerals; establishment of enterprises or projects; investment consultation; export and import business operations; and
- (iv) Nanjing Xinning is principally engaged in research and development, production and sale of electric and electricity gas automation equipment and electricity system consultation.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, each of Jiangxi Hanchen, Shenzhen Gaoyun Investment Management Company Limited and Shenzhen Xinyu Tianfan are joint venture partners of the Company in respect of other small loan joint venture companies in other areas of the PRC. Save as disclosed, each of the counterparties and its ultimate beneficial owners are Independent Third Parties.

The JV Company II

The JV Company II will be a company incorporated under the laws of the PRC with limited liability.

Registered Capital and shareholding of the JV Company II

The authorized share capital of the JV Company II will be RMB200,000,000 divided into 200,000,000 shares of RMB1.00 each. Pursuant to the JV Agreement II, the Company will subscribe for 30% of equity interests of the JV Company II for a cash consideration of RMB60,000,000 and the other four joint venture partners will subscribe for 70%, in aggregate, of equity interests of the JV Company II for cash consideration of RMB140,000,000. The subscription money of RMB60,000,000 in cash payable by the Company will be funded by the Company's internal resources.

The JV Company II will be treated as pure investment in the financial statements of the Company. The Company will not involve in the daily operation and management of the JV Company II.

The subscription money payable by each of the parties to the JV Agreement II will be used as initial working capital of the JV Company II.

Principal business of the JV Company II

The JV Company II which is proposed to be principally engaged in provision of rapid and nimble small loans and enterprise development, management and financial consultation services to technology enterprises, small and medium enterprises and sole proprietors in Lishui County, Nanjing, Jiangsu Province, the PRC.

REASONS FOR ENTERING INTO THE JV AGREEMENTS

The Company is an investment holding company and its principal subsidiaries are engaged in the holding of equity or equity-related investments in listed and unlisted companies in Hong Kong and the PRC.

The Company is actively exploring opportunities to expand its investment horizon and to enhance the investment return of the Company and the Shareholders as a whole.

The Board takes the view that the economy in the PRC will continuously grow in a rapid pace, the demand for the financial services such as small loan business and guarantee business will continue to grow quickly and will have good profit margin. Since late 2010, the Company has commenced its investment in small loan business and guarantee business in the PRC. The formations of the JV Company I and the JV Company II are in line with the Company's investment strategy.

Furthermore, to the best of the information, knowledge and belief of the Directors, Gaochun County and Lishui County are two of the fastest developing districts in Nanjing, Jiangsu Province, the PRC. According to the government of Gaochun County, Gaochun County is regarded as one of the hundred counties with the strongest comprehensive development in the PRC and it has the greatest development potential among the Yangtze delta. On the other hand, Lishui County is a national-level ecological reserve located in the west of Yangtze delta, enjoying the advantage of easy access to Nanjing Lukou International Airport, and is also regarded as a provincial-level economic development zone. The rapid development in the two counties will bring attractive business opportunities and increase the demand in various financial services.

The Directors further consider that the terms and conditions of each of the JV Agreement I and the JV Agreement II are fair and reasonable and in the interests of the Company and its Shareholders as a whole.

DEFINITIONS

In the announcement, unless the context otherwise requires, the following expressions shall have the following meanings:

“Board”	the board of Directors
“Company”	China Financial International Investments Limited, a company incorporated in the Cayman Islands and continued in Bermuda with limited liability, the issued shares of which are listed on the Stock Exchange
“connected persons”	has the meaning ascribed to it in the Listing Rules
“Directors”	the directors of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Independent Third Party(ies)”	third party(ies) independent of the Company and connected persons of the Company

“Jiangxi Hanchen”	Jiangxi Hanchen Investment Group Company Limited Shareholder (江西漢辰投資集團有限公司#), a company incorporated in the PRC with limited liability and the controlling shareholder of Jiangxi Hanchen Guarantee Company Limited (江西漢辰擔保有限公司#), which the Company has agreed to subscribe for 30% of equity interest in it; a joint venture partner of the Company in certain joint ventures of the Company which are treated as investments in the financial statement of the Company
“JV Agreement I”	the agreement dated 22 November 2011 and entered into between the Company and four other parties in relation to the formation of the JV Company I
“JV Agreement II”	the agreement dated 22 November 2011 and entered into between the Company and four other parties in relation to the formation of the JV Company II
“JV Company I”	a joint venture to be incorporated in the PRC with limited liability and the proposed name of which will be Nanjing Gaochun Zhongjin Mingyang Technology Small Loan Limited (南京高淳中金明陽科技小額貸款有限公司#) as to 30% of the entire issued share capital of which will be owned by the Company
“JV Company II”	a joint venture to be incorporated in the PRC with limited liability and the proposed name of which will be Nanjing Zhongjin Guoxin Technology Small Loan Limited (南京中金國信科技小額貸款股份有限公司#) as to 30% of the entire issued share capital of which will be owned by the Company
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Nanjing Xinning”	Nanjing Xinning Dianguang Automation Company Limited (南京新寧電光自動化有限公司#), a company established in the PRC, one of the counterparties to JV Agreement I and JV Agreement II respectively, an Independent Third Party

“PRC”	The People’s Republic of China, which for the purposes of this announcement, excluding Hong Kong, Macau Special Administrative Region of the PRC and Taiwan
“Shareholders”	holders of the issued Shares
“Shares”	ordinary shares of HK\$0.01 each in the share capital of the Company
“Shenzhen Xinyu Tianfan”	Shenzhen Xinyu Tianfan Mineral Development Company Limited (深圳市新宇天帆礦業開發有限公司 [#]), a company incorporated in the PRC with limited liability, one of the counterparties to the joint ventures of the Company which are treated as investment in the financial statement of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“RMB”	Renminbi, the lawful currency of the PRC
“%”	per cent.

[#] *The English transliteration of the Chinese names in this announcement where indicated, is included for information only, and should not be regarded as the official English names of such Chinese names.*

By order of the Board
China Financial International Investments Limited
Du Lin Dong
Chairman and executive Director

Hong Kong, 22 November 2011

As at the date of this announcement, the executive Directors are Mr. Du Lin Dong, Mr. Liu Baorui and Mr. Pong Po Lam Paul, the non-executive Directors are Mr. Ma Jie and Mr. Ding Xiaobin and the independent non-executive Directors are Dr. Cheung Wai Bun Charles, Mr. Wan Hongchun and Mr. Zeng Xianggao.