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This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. Securities may not be offered or sold in the United States except pursuant to registration or an exemption from registration requirements under the United States Securities Act of 1933, as amended. The Offer Shares have not been, and will not be registered, under the United States Securities Act of 1933, as amended. There will not and it is not currently intended for there to be any public offering of securities of the Company in the United States.

*Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and Hong Kong Securities Clearing Company Limited (“**HKSCC**”) 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.*

*In connection with the Global Offering, Citigroup Global Markets Asia Limited, as stabilising manager (the “**Stabilising Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, and in consultation with the other Joint Global Coordinators may effect transactions with a view to stabilising or supporting the market price of the Shares for a limited period after the Listing Date at a level higher than that which might otherwise prevail. However, there is no obligation on the Stabilising Manager, its affiliates or any person acting for it to conduct any such stabilising action. Such stabilisation action, if commenced, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilising) Rules, as amended, made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong). Such stabilisation, if commenced, will be conducted at the absolute discretion of the Stabilising Manager, its affiliates or any person acting for it and may be discontinued at any time, and is required to be brought to an end after a limited period. The details of the intended stabilisation and how it will be regulated under the Securities and Futures Ordinance are contained in the Prospectus.*

Potential investors should be aware that stabilising action cannot be taken to support the price of the Shares for longer than the stabilisation period which begins on the Listing Date and is expected to expire on 16 December 2012, being the 30th day after the last day for lodging applications under the Hong Kong Public Offer. After this date, when no further stabilising action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.

Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the Prospectus.



CIFI Holdings (Group) Co. Ltd.
旭輝控股(集團)有限公司

(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	: 1,255,000,000 Shares (subject to adjustment and the Over-allotment Option)
Number of Hong Kong Offer Shares	: 125,500,000 Shares (subject to adjustment)
Number of International Placing Shares	: 1,129,500,000 Shares (subject to adjustment and the Over-allotment Option)
Maximum Offer Price	: HK\$1.65 per Offer Share (payable in full on application in Hong Kong dollars, subject to refund on final pricing, plus brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%)
Nominal Value	: HK\$0.10 per Share
Stock Code	: 00884

Joint Global Coordinators and Joint Sponsors



Morgan Stanley



Joint Bookrunners and Joint Lead Managers



Morgan Stanley



Application has been made to the Listing Committee of the Stock Exchange for the granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to, among others, the Global Offering, comprising (i) the Hong Kong Public Offer of initially 125,500,000 Shares (subject to adjustment); (ii) the International Placing of initially 1,129,500,000 Shares (subject to adjustment and the Over-allotment Option); and (iii) any Shares which may be offered in connection with the Over-allotment Option (which, if exercised in full, amounts to 188,250,000 Shares). Assuming the Global Offering becomes unconditional at or before 8:00 a.m. on Friday, 23 November 2012, it is expected that dealings in the Shares on the Stock Exchange are to commence at 9:00 a.m. on Friday, 23 November 2012. In the event that the Over-allotment Option is exercised, an announcement will be made by the Company. Subject to the granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued as described in the Prospectus on the Stock Exchange, as well as compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Shares on the Stock Exchange or any other date HKSCC chooses. All necessary arrangements have been made for the Offer Shares to be admitted into CCASS. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day.

The Offer Price will not be more than HK\$1.65 per Offer Share and is expected to be not less than HK\$1.33 per Offer Share. Applicants for Hong Kong Offer Shares are required to pay, upon application, the maximum Offer Price of HK\$1.65 for each Offer Share together with a brokerage fee of 1%, a SFC transaction levy of 0.003% and a Stock Exchange trading fee of 0.005%, subject to a refund if the Offer Price as finally determined is less than HK\$1.65 per Offer Share. Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the Application Forms. Applicants who wish the Hong Kong Offer Shares to be issued in their own names should (i) complete and sign the **white** Application Forms or (ii) submit applications online through the designated website of the **White Form eIPO** Service Provider at **www.eipo.com.hk** under the **White Form eIPO** service. Applicants who wish to have the Hong Kong Offer Shares issued in the name of HKSCC Nominees Limited and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants should (i) complete and sign the **yellow** Application Forms; or (ii) give **electronic application instructions** to HKSCC via CCASS.

The Company will be relying on section 9A of the Companies Ordinance (Exemption of Companies and Prospectuses from Compliances with Provisions) Notice (Chapter 32L of the Laws of Hong Kong) and will be issuing the **white** and **yellow** Application Forms without them being accompanied by a printed Prospectus. From 9:00 a.m. on Tuesday, 13 November 2012 until 12:00 noon on Friday, 16 November 2012, an electronic form Prospectus can be accessed and downloaded from the websites of the Company at **www.cifi.com.cn**, under the “Investor Relations — HKIPO — Prospectus” section, and the website of the Stock Exchange at **www.hkexnews.hk**, under the “HKExnews — Listed Company Information — Latest Listed Company Information” section, respectively.

Members of the public who wish to obtain a copy of the printed Prospectus may obtain a copy, free of charge, upon request during normal business hours from 9:00 a.m. on Tuesday, 13 November 2012 until 12:00 noon on Friday, 16 November 2012 at the following locations:

- (1) the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong;
- (2) any of the following addresses of the Joint Sponsors and/or the Hong Kong Underwriters:

Citigroup Global Markets Asia Limited

50th Floor
Citibank Tower
Citibank Plaza
3 Garden Road
Central
Hong Kong

Morgan Stanley Asia Limited

Level 46
International Commerce Centre
1 Austin Road West
Kowloon
Hong Kong

Standard Chartered Securities (Hong Kong) Limited

15/F
Two International Finance Centre
8 Finance Street
Central
Hong Kong

BOCOM International Securities Limited	BOCOM International Securities Limited 9th Floor, Man Yee Building 68 Des Voeux Road Central Hong Kong
First Shanghai Securities Limited	19th Floor, Wing On House 71 Des Voeux Road Central Hong Kong
CCB International Capital Limited	34/F, Two Pacific Place 88 Queensway Admiralty Hong Kong

(3) or any one of the following branches of:

(i) Standard Chartered Bank (Hong Kong) Limited

	Branch Name	Address
Hong Kong Island	Des Voeux Road Branch	Standard Chartered Bank Building 4-4A, Des Voeux Road Central Central
	Wanchai Southorn Branch	Shop C2 on G/F and 1/F Lee Wing Building No. 156-162 Hennessy Road Wanchai

(ii) Bank of Communications Co., Ltd. Hong Kong Branch

	Branch Name	Address
Kowloon	Cheung Sha Wan Plaza Sub-Branch	Unit G04 Cheung Sha Wan Plaza 833 Cheung Sha Wan Road
	New Territories	Shatin Sub-Branch

Details of where the printed Prospectus may be obtained will be displayed prominently at every branch of Standard Chartered Bank (Hong Kong) Limited and Bank of Communications Co., Ltd. Hong Kong Branch where **white** and **yellow** Application Forms are distributed.

During normal business hours from 9:00 a.m. on Tuesday, 13 November 2012 until 12:00 noon on Friday, 16 November 2012, at least three copies of the printed Prospectus will be available for inspection at every location where the **white** and **yellow** Application Forms are distributed.

You can collect a **white** Application Form during normal business hours from 9:00 a.m. on Tuesday, 13 November 2012 until 12:00 noon on Friday, 16 November 2012 from any of the following addresses of the Hong Kong Underwriters:

Citigroup Global Markets Asia Limited	50th Floor Citibank Tower Citibank Plaza 3 Garden Road Central Hong Kong
Morgan Stanley Asia Limited	Level 46 International Commerce Centre 1 Austin Road West Kowloon Hong Kong
Standard Chartered Securities (Hong Kong) Limited	15/F Two International Finance Centre 8 Finance Street Central Hong Kong
BOCOM International Securities Limited	BOCOM International Securities Limited 9th Floor, Man Yee Building 68 Des Voeux Road Central Hong Kong
First Shanghai Securities Limited	19th Floor, Wing On House 71 Des Voeux Road Central Hong Kong
CCB International Capital Limited	34/F, Two Pacific Place 88 Queensway Admiralty Hong Kong

or any one of the following branches of:

(i) Standard Chartered Bank (Hong Kong) Limited

	Branch name	Address
Hong Kong Island	Des Voeux Road Branch	Standard Chartered Bank Building 4-4A, Des Voeux Road Central Central
	88 Des Voeux Road Branch	88 Des Voeux Road Central Central
	Wanchai Southorn Branch	Shop C2 on G/F and 1/F Lee Wing Building No. 156-162 Hennessy Road Wanchai
	Causeway Bay Branch	G/F, Yee Wah Mansion 38-40A Yee Wo Street Causeway Bay
Kowloon	Kwun Tong Hoi Yuen Road Branch	G/F, Fook Cheong Building No. 63 Hoi Yuen Road Kwun Tong
	Tsimshatsui Branch	G/F, 10 Granville Road Tsimshatsui
New Territories	Tsuen Wan Branch	Shop C, G/F & 1/F Jade Plaza 298 Sha Tsui Road Tsuen Wan
	New Town Plaza Branch	Shop 215, 222 & 223 Phase 1, New Town Plaza Shatin

(ii) Bank of Communications Co., Ltd. Hong Kong Branch

	Branch Name	Address
Hong Kong Island	Hong Kong Branch	20 Pedder Street Central
	Quarry Bay Sub-Branch	G/F., 981C King's Road Quarry Bay
	North Point Sub-Branch	442-444 King's Road
Kowloon	Cheung Sha Wan Plaza Sub-Branch	Unit G04 Cheung Sha Wan Plaza 833 Cheung Sha Wan Road
New Territories	Shatin Sub-Branch	Shop No. 193, Level 3, Lucky Plaza

Copies of the Prospectus, together with the **yellow** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Tuesday, 13 November 2012 until 12:00 noon on Friday, 16 November 2012 from the **Depository Counter of HKSCC** at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong or your stockbroker, who may also have copies of the Prospectus and **yellow** Application Forms available.

Applicants applying by **White Form eIPO** may submit their applications to the **White Form eIPO** Service Provider through the designated website at **www.eipo.com.hk** from 9:00 a.m. on Tuesday, 13 November 2012 until 11:30 a.m. on Friday, 16 November 2012 (24 hours daily, except on the last application day) or such later time as described in the section headed “How to Apply for Hong Kong Offer Shares — Effect of bad weather on the opening of the application lists” in the Prospectus.

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Tuesday, 13 November 2012 until 12:00 noon on Friday, 16 November 2012.

Please refer to the sections headed “Structure of the Global Offering” and “How to Apply for Hong Kong Offer Shares” in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offer.

The Company expects to publish the announcement on the Offer Price, the indication of the level of interest in the International Placing, the level of applications in the Hong Kong Public Offer, the basis of allocation of Hong Kong Offer Shares and the number of Offer Shares reallocated, if any, between the Hong Kong Public Offer and the International Placing on Thursday, 22 November 2012 in the *South China Morning Post* (in English) and the *Hong Kong Economic Times* (in Chinese), on the Company's website at www.cifi.com.cn and the website of the Stock Exchange at www.hkexnews.hk.

Results of allocations in the Hong Kong Public Offer, and the identification document numbers or Hong Kong business registration numbers of successful applicants (where appropriate) will be made available at the times and date and in the manner as described in the section headed "How to Apply for Hong Kong Offer Shares — Publication of results" in the Prospectus.

Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, 23 November 2012. The Shares will be traded in board lots of 2,000 Shares each. The Company will not issue temporary documents of title. No receipt will be issued for application monies paid.

By Order of the Board of Directors
CIFI Holdings (Group) Co. Ltd.
Lin Zhong
Chairman

Hong Kong, 13 November 2012

As at the date of this announcement, our Directors are Lin Zhong, Lin Wei and Lin Feng as executive Directors, and Gu Yunchang, Zhang Yongyue and Tan Wee Seng as independent non-executive Directors.