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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)

**FACILITY LETTER
WITH SPECIFIC PERFORMANCE COVENANTS**

This announcement is made by the Company pursuant to Rule 13.18 of the Listing Rules.

FACILITY LETTER

On 29 August 2017, the Company as borrower, accepted the Facility Letter relating to a three-year term loan facility of up to HK\$500 million offered by Chiyu Banking Corporation Ltd. as lender (the “**Lender**”) which shall be made available for drawdown within 6 months from the date of the Facility Letter countersigned by the Company with final maturity of 3 years from the date of first drawdown.

DISCLOSURE UNDER RULE 13.18 OF THE LISTING RULES

Pursuant to the Facility Letter, the Company undertakes to the Lender that (i) the Controlling Shareholders will collectively maintain (directly or indirectly) at least 51% of the entire issued share capital of the Company; and (ii) Mr. LIN Zhong, Mr. LIN Wei or Mr. LIN Feng shall remain as the chairman of the Board. A breach of such undertakings under the Facility Letter by the Company will constitute an event of default. Upon the occurrence of an event of default, all amounts (including principal and interest) due or owing by the Company to the Lender shall, without any demand, become immediately due and payable by the Company and the Lender shall not be required to make further advances under the Facility Letter.

As at the date of this announcement, the Controlling Shareholders are collectively beneficially interested in approximately 57.18% of the total issued share capital of the Company.

The Company will continue to comply with the disclosure requirements under Rule 13.21 of the Listing Rules for as long as the circumstances giving rise to the obligation continue to exist.

DEFINITIONS

In this announcement, the following expressions shall have the meanings set out below unless the context requires otherwise:

“Board”	the board of Directors
“Company”	CIFI Holdings (Group) Co. Ltd. (旭輝控股(集團)有限公司), a company incorporated in the Cayman Islands with limited liability, and the shares of which are listed on the main board of the Stock Exchange
“Controlling Shareholders”	Mr. LIN Zhong, Mr. LIN Wei, Mr. LIN Feng (including their respective family members, the family trusts and the companies beneficially owned by them)
“Directors”	the directors of the Company
“Facility Letter”	the facility letter relating to a three-year term loan facility of up to HK\$500 million offered by Chiyu Banking Corporation Ltd. as lender and accepted by the Company as borrower on 29 August 2017
“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent.

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

Hong Kong, 29 August 2017

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