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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 AGREEMENT  
WITH SPECIFIC PERFORMANCE COVENANTS**

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

**FACILITY AGREEMENT**

On 15 November 2017, the Company as borrower, and certain offshore subsidiaries of the Company as original guarantors, entered into the Facility Agreement with China Merchants Bank Co., Ltd., Offshore Banking Center as lender (the “**Lender**”).

The Facility Agreement refers to a term loan facility of HK\$380 million with final maturity of 24 months after the first utilisation date and a utilisation period of 6 months from the date of the Facility Agreement.

**DISCLOSURE UNDER RULE 13.18 OF THE LISTING RULES**

Pursuant to the Facility Agreement, it requires that (i) the Controlling Shareholders will collectively maintain beneficial shareholding of not less than 51% of the entire issued share capital of the Company; and (ii) any of Mr. LIN Zhong, Mr. LIN Wei and Mr. LIN Feng shall remain as the chairman of the Board, otherwise it will constitute an event of default. On and at any time after the occurrence of an event of default which is continuing, the Lender may immediately cancel all or any part of the total commitments under the Facility Agreement; and declare that the outstanding amount under the Facility Agreement together with interest accrued thereon may become immediately due and payable.

As at the date of this announcement, the Controlling Shareholders are collectively beneficially interested in approximately 57.01% of the total issued share capital of the Company.

## 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, their respective family members, the family trusts and the companies beneficially owned by them (or any of them)
“Directors”	the directors of the Company
“Facility Agreement”	the facility agreement dated 15 November 2017 entered into, amongst others (i) the Company as borrower, (ii) certain offshore subsidiaries of the Company as original guarantors and (iii) China Merchants Bank Co., Ltd., Offshore Banking Center as lender
“HK\$” or “HKD”	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, 16 November 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.*