

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.



CIFI GROUP
旭輝集團

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)

SYNDICATED LOAN AGREEMENT WITH SPECIFIC PERFORMANCE COVENANTS

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

SYNDICATED LOAN AGREEMENT

On 8 July 2013, the Company as borrower, and certain offshore subsidiaries of the Company as initial guarantors, entered into the Syndicated Loan Agreement with a group of financial institutions as lenders (the “Lenders”).

The Syndicated Loan is a dual-currency term loan facility with an aggregate amount of approximately US\$156.5 million divided into two tranches: (i) United States dollars tranche with an aggregate amount of US\$75 million; and (ii) Hong Kong dollars tranche with an aggregate amount of HK\$636 million, with final maturity of three years from the date of the Syndicated Loan Agreement and interest of LIBOR or HIBOR plus 5.65% per annum.

DISCLOSURE UNDER RULE 13.18 OF THE LISTING RULES

Pursuant to the Syndicated Loan Agreement, it requires that (i) the Controlling Shareholders will collectively maintain beneficial ownership of at least 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. Upon and at any time after the occurrence of an event of default, the Lenders may immediately cancel all or any part of their respective commitments and the outstanding amount under the Syndicated Loan 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 69.84% 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 of the Company
“Company”	CIFI Holdings (Group) Co. Ltd.
“Controlling Shareholders”	collectively, Mr. Lin Zhong, Mr. Lin Wei, Mr. Lin Feng, their respective family members, their family trusts and the companies beneficially owned by them (or any of them)
“HIBOR”	the Hong Kong interbank market rate as set out in the Syndicated Loan Agreement
“HK\$”	Hong Kong dollars
“LIBOR”	the London interbank market rate as set out in the Syndicated Loan Agreement
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Syndicated Loan”	the loan facility subject to the terms and conditions of the Syndicated Loan Agreement
“Syndicated Loan Agreement”	the facility agreement dated 8 July 2013 governing the Syndicated Loan entered into amongst (i) the Company as borrower, (ii) certain offshore subsidiaries of the Company as guarantors and (iii) a group of financial institutions
“US\$”	United States dollars

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

Hong Kong, 9 July 2013

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.