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CHINA INVESTMENTS HOLDINGS LIMITED **中國興業控股有限公司***

(Incorporated in Bermuda with limited liability)

(Stock code: 00132)

(1) COMPLETION OF MAJOR AND CONNECTED TRANSACTION IN RELATION TO THE ACQUISITION OF SOUTHERN LIMITED; AND (2) THE WHITEWASH WAIVER

The Board is pleased to announce that Completion of the captioned transaction took place on 13 October 2014.

Reference is made to the circular of China Investments Holdings Limited (the “**Company**”) dated 30 June 2014 in relation to, among others, the Acquisition and the Whitewash Waiver (the “**Circular**”), the announcement of the Company dated 16 July 2014 in relation to the results of the SGM and the announcement of the Company dated 29 August 2014 in relation to postponement of Completion Date. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

COMPLETION OF THE ACQUISITION AND THE WHITEWASH WAIVER

The Board is pleased to announce that subsequent to the fulfillment of all conditions precedent under the Acquisition Agreement, Completion took place on 13 October 2014, and 524,000,000 Consideration Shares and the Convertible Bonds (which may be converted into 218,726,315 Shares upon full exercise of the conversion rights under the Convertible Bonds at the initial conversion price of HK\$0.76 per Conversion Share) were issued by the Company to Prize Rich on 13 October 2014 pursuant to the Acquisition Agreement.

* For identification purpose only

The table below illustrates the shareholding structures of the Company (i) immediately before Completion; (ii) immediately after the allotment and issue of the Consideration Shares upon Completion; and (iii) immediately after the allotment and issue of the Consideration Shares upon Completion and assuming the conversion rights attaching to the Convertible Bonds are fully exercised at the initial conversion price of HK\$0.76 per Conversion Share (assuming that there is no change in the total number of issued Shares other than the issue of the Conversion Shares between the date of this announcement and up to the date of exercise of the conversion rights attaching to the Convertible Bonds):

Shareholders	Immediately before Completion		Immediately after the allotment and issue of the Consideration Shares upon Completion		Immediately after the allotment and issue of the Consideration Shares and assuming the conversion rights attaching to the Convertible Bonds are fully exercised at the initial conversion price	
	No. of Shares	Approximate	No. of Shares	Approximate	No. of Shares	Approximate
		%		%		%
Prize Rich (<i>Note 1</i>)	349,217,178	29.39	873,217,178	51.00	1,091,943,493	56.55
Mighty Management Limited (<i>Note 2</i>)	151,610,779	12.76	151,610,779	8.85	151,610,779	7.85
Nam Keng Van Investment Company Limited (<i>Note 3</i>)	121,864,487	10.26	121,864,487	7.12	121,864,487	6.31
Public	<u>565,636,698</u>	<u>47.59</u>	<u>565,636,698</u>	<u>33.03</u>	<u>565,636,698</u>	<u>29.29</u>
Total	<u>1,188,329,142</u>	<u>100</u>	<u>1,712,329,142</u>	<u>100</u>	<u>1,931,055,457</u>	<u>100</u>

Note 1: Prize Rich is wholly-owned by Guangdong Nanhai Holding, which is wholly-owned by the Vendor.

Note 2: According to publicly available information, Mighty Management Limited is wholly-owned by Mr. Leung Siu Fai, an ex-executive director and ex-chairman of the Company who resigned on 26 February 2009.

Note 3: According to publicly available information, Nam Keng Van Investment Company Limited is wholly-owned by Mr. Cui Guo Jian and Mr. Pu Jian Qing in equal shares.

By order of the Board
China Investments Holdings Limited
He Xiangming
Chairman

Hong Kong, 13 October 2014

As at the date of this announcement, the board of directors consists of five executive directors, namely Mr. HE Xiangming (Chairman), Mr. SU Wenzhao (Managing Director), Mr. YOU Guang Wu (Director), Mr. HUANG Zhihe (Deputy Managing Director) and Ms. WANG Xin (Deputy Managing Director), and three independent non-executive directors, namely Mr. CHAN Kwok Wai, Mr. CHEN Da Cheng and Mr. DENG Hong Ping.

The Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm that, having made all reasonable inquiries, to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.