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China Properties Investment Holdings Limited

中國置業投資控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 736)

DISCLOSEABLE TRANSACTION RELATING TO THE PROVISION OF LOAN

On 15 June 2012 (after trading hours), the Lender, an indirect wholly-owned subsidiary of the Company, entered into the Loan Agreement with the Borrower and the Indemnifier, pursuant to which the Lender has agreed to lend to the Borrower a term loan in the principal amount of HK\$7,000,000.00 repayable on 8 November 2012.

As the relevant percentage ratios in respect of the provision of the Loan exceed 5% but are under 25%, the entering into of the Loan Agreement constitutes a discloseable transaction for the Company pursuant to Rule 14.06(2) of the Listing Rules.

THE LOAN AGREEMENT

Date:	15 June 2012
Lender:	Triple Glory Holdings Limited, an indirect wholly-owned subsidiary of the Company
Borrower and Indemnifier:	To the best knowledge, information and belief of the Directors having made all reasonable enquiries, the Borrower and its ultimate beneficial owner, the Indemnifier, are independent third parties not connected with the Company and connected persons of the Company.
Principal Loan Amount:	Hong Kong dollars seven million (HK\$7,000,000.00)

Repayment Date:	8 November 2012, subject to an extension to 8 February 2013 as may be agreed by all parties to the Loan Agreement
Purpose:	The Loan shall be used for the purposes of its business and investment projects.
Interest:	20% per annum
Security for the Loan:	<p>(1) The Loan is secured by a guarantee made by the Indemnifier in favour of the Lender for securing the performance of obligations of the Borrower under the Loan Agreement.</p> <p>(2) The Borrower has agreed to assign its rights, title, benefit and interest in and to the Promissory Note in favour of the Lender as a continuing security for the repayment of the Loan.</p>

The terms of the Loan Agreement were arrived at after arm's length negotiations between the Lender and the Borrower. The Lender is a licensed money lender and its principal activity is money lending services. The provision of the Loan is a transaction carried out as part of the ordinary and usual course of business activities of the Lender. The Loan will be funded by internal resources of the Group.

The Directors consider that the transactions contemplated by the Loan Agreement is on normal commercial terms and the terms of the Loan Agreement are fair and reasonable and are in the interests of the Company and its Shareholders as a whole having considered the current market norm in relation to similar transactions.

INFORMATION ON THE COMPANY, THE GROUP AND THE LENDER

The principal activity of the Company is that of an investment holding company and the principal activities of the Group are (i) properties investment business; (ii) exploitation of copper and molybdenum in a mine located in the Inner Mongolia, PRC; and (iii) the provision of provision of money lending services.

The Lender is a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company.

The Lender is a registered money lender holding a valid money lenders licence under the Money Lenders Ordinance (Cap. 163, Laws of Hong Kong) and is principally engaged in the business of money lending services.

INFORMATION ON THE BORROWER AND THE INDEMNIFIER

The principal business of the Borrower is investment holding.

The Indemnifier is the sole shareholder and director of the Borrower.

REASONS FOR THE LOAN

The Lender is a licensed money lender and its principal activity is provision of money lending services. The provision of the Loan is a transaction carried out as part of the ordinary and usual course of business activities of the Lender and will provide interest income to the Lender.

The Loan will be recorded as loan receivable of the Group.

IMPLICATIONS UNDER THE LISTING RULES

Pursuant to Rule 14.06(2) of the Listing Rules, the granting of the Loan constitutes a discloseable transaction of the Company on the basis that the relevant percentage ratio(s) exceed 5% but are under 25%.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meaning:-

“Board”	the board of Directors
“Borrower”	the borrower under the Loan Agreement
“Company”	China Properties Investment Holdings Limited, a company incorporated in Bermuda with limited liability and the issued shares of which are listed on Stock Exchange
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Directors”	the directors of the Company
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	Hong Kong Special Administrative Region of PRC
“Indemnifier”	the indemnifier under the Loan Agreement

“Lender”	Triple Glory Holdings Limited, a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company
“Listing Rules”	the Rules Governing the Listing of Securities on Stock Exchange
“Loan”	a term loan in the principal amount of HK\$7,000,000.00 granted by the Lender to the Borrower pursuant to the terms of the Loan Agreement
“Loan Agreement”	a loan agreement dated 15 June 2012 entered into between the Lender, the Borrower and the Indemnifier relating to the provision of the Loan
“PRC”	the People’s Republic of China
“Promissory Note”	a promissory note in relation to a loan in the principal amount of HK\$10,920,000.00 issued by a company whose shares are listed on the Stock Exchange and in favour of the Borrower on 6 June 2012 which shall be repayable in full on 8 November 2012
“Shareholders”	the shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent

By Order of the Board
China Properties Investment Holdings Limited
Xu Dong
Chairman

Hong Kong, 15 June 2012

As at the date of this announcement, the executive Directors are Mr. Xu Dong and Mr. Au Tat On, the non-executive Director is Miss Yu Wai Fong and the independent non-executive Directors are Mr. Lai Wai Yin, Wilson, Ms. Cao Jie Min and Mr. Tse Kwong Wah.

** for identification purpose only*