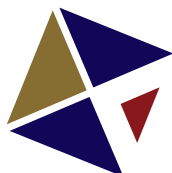


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*This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.*



## **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)**

### **THIRD SUPPLEMENTAL AGREEMENT TO PLACING AGREEMENT IN RESPECT OF PROPOSED PLACING OF CONVERTIBLE BONDS UNDER SPECIFIC MANDATE AND PROPOSED ISSUE OF BONUS WARRANT**

**Placing agent**

**TANRICH**

**Tanrich Securities Company Limited**

Reference is made to the announcements issued by the Company regarding the proposed Placing dated 2 January 2014, 23 January 2014 and 20 February 2014 respectively.

On 24 April 2014, the Company entered into the Third Supplemental Agreement with the Placing Agent, pursuant to which the Company and the Placing Agent agreed to amend certain provisions in relation to the principal amount of the Convertible Bonds and the corresponding changes to the principal amount of the Bonus Warrants and the Warrant Shares.

Save as aforesaid, all other terms and conditions of the Placing Agreement, the Supplemental Agreement and the Second Supplemental Agreement shall remain unchanged and in full force and effect.

\* for identification purpose only

A circular containing, inter alia, further details of the Placing Agreement (as varied and supplemented by the Supplemental Agreement, the Second Supplemental Agreement and the Third Supplemental Agreement), the Convertible Bonds and the Bonus Warrants together with the notice of the SGM will be despatched to the Shareholders as soon as possible.

**Completion of the Placing is subject to the satisfaction of the conditions precedent set out in the Placing Agreement (as varied and supplemented by the Supplemental Agreement, the Second Supplemental Agreement and the Third Supplemental Agreement). As Placing may or may not proceed, Shareholders and potential investors are advised to exercise caution when dealing in the Shares.**

Reference is made to the announcements (the “**Announcements**”) issued by the Company regarding the proposed Placing dated 2 January 2014, 23 January 2014 and 20 February 2014 respectively. Unless otherwise defined, words and expressions used herein shall have the same meanings as those used in the Announcements.

### **THE THIRD SUPPLEMENTAL AGREEMENT**

On 24 April 2014, the Company entered into the third supplemental agreement (the “**Third Supplemental Agreement**”) with the Placing Agent, pursuant to which the Company and the Placing Agent agreed that the aggregate principal amount of the Convertible Bonds shall be amended to “up to HK\$135,000,000” and, accordingly, the aggregate principal amount of the Bonus Warrants to be issued shall be amended to “HK\$67,500,000” and the number of Warrant Shares that the holders of the Bonus Warrants are entitled to subscribe for at the Subscription Price in aggregate shall be amended to “225,000,000”.

Save as aforesaid, all other terms and conditions of the Placing Agreement, the Supplemental Agreement and the Second Supplemental Agreement shall remain unchanged and in full force and effect.

### **GENERAL**

A circular containing, inter alia, further details of the Placing Agreement (as varied and supplemented by the Supplemental Agreement, the Second Supplemental Agreement and the Third Supplemental Agreement), the Convertible Bonds and the Bonus Warrants together with the notice of the SGM will be despatched to the Shareholders as soon as possible.

**Completion of the Placing is subject to the satisfaction of the conditions precedent set out in the Placing Agreement (as varied and supplemented by the Supplemental Agreement, the Second Supplemental Agreement and the Third Supplemental Agreement). As Placing may or may not proceed, Shareholders and potential investors are advised to exercise caution when dealing in the Shares.**

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

Hong Kong, 24 April 2014

*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.*