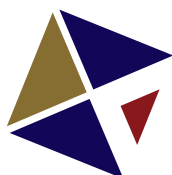


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## **CHINA PROPERTIES INVESTMENT HOLDINGS LIMITED**

### **中國置業投資控股有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 736)**

### **CONVERSION OF CONVERTIBLE BONDS AND ISSUE OF BONUS WARRANTS**

The Company announces that Mr. Fan, a holder of the Convertible Bonds in the principal amount of HK\$52,000,000, has partially exercised his rights to convert the Convertible Bonds to the extent of HK\$12,000,000 of the principal amount outstanding into 80,000,000 Conversion Shares on 24 July 2014, representing approximately 7.84% of the issued share capital of the Company as enlarged by the allotment and issue of the Conversion Shares. The aggregate principal amount of the Convertible Bonds remaining outstanding following the conversion of the Convertible Bonds is HK\$72,500,000.

On the same day, 20,000,000 Bonus Warrants (for no additional payment) were issued to Mr. Fan on the basis of one Bonus Warrant for every four Conversion Shares, entitling him to subscribe for 20,000,000 Warrant Shares at the initial Subscription Price (subject to adjustments) per Warrant Share.

Reference is made to the announcements issued by China Properties Investment Holdings Limited (the “**Company**”) dated 2 January 2014, 23 January 2014, 20 February 2014, 24 April 2014, 2 May 2014, 7 May 2014, 22 May 2014 and 19 June 2014 respectively and the circular of the Company dated 2 May 2014 (the “**Circular**”) in relation to the placing of Convertible Bonds under specific mandate and the issue of Bonus Warrants. Capitalised terms used herein shall have the same meanings as those defined in the Circular unless the context otherwise requires.

\* *for identification purpose only*

## **CONVERSION OF CONVERTIBLE BONDS**

The Company announces that Mr. Fan Hengfu (“**Mr. Fan**”), a holder of the Convertible Bonds in the principal amount of HK\$52,000,000, has partially exercised his rights to convert the Convertible Bonds to the extent of HK\$12,000,000 of the principal amount outstanding into 80,000,000 Conversion Shares at the Conversion Price of HK\$0.15 per Conversion Share on 24 July 2014. The Conversion Shares rank pari passu with all the existing Shares as at the date of allotment and among themselves in all respects, and represent approximately 7.84% of the issued share capital of the Company as enlarged by the allotment and issue of the Conversion Shares. The aggregate principal amount of the Convertible Bonds remaining outstanding following the conversion of the Convertible Bonds is HK\$72,500,000.

## **ISSUE OF BONUS WARRANTS**

On the same day, 20,000,000 Bonus Warrants (for no additional payment) were issued to Mr. Fan on the basis of one Bonus Warrant for every four Conversion Shares, entitling him to subscribe for 20,000,000 Warrant Shares at the initial Subscription Price (subject to adjustments) per Warrant Share.

## **SHAREHOLDING STRUCTURE OF THE COMPANY**

To the best of the Directors’ knowledge and belief, the shareholding structure of the Company (i) immediately before the allotment and issue of the Conversion Shares to Mr. Fan; (ii) immediately after the allotment and issue of the Conversion Shares to Mr. Fan; and (iii) immediately after the allotment and issue of the Conversion Shares to Mr. Fan and upon full exercise of the subscription rights under the issued Bonus Warrants by all holders thereof is as follows:

Name	Immediately before the allotment and issue of the Conversion Shares to Mr. Fan		Immediately after the allotment and issue of the Conversion Shares to Mr. Fan		Immediately after the allotment and issue of the Conversion Shares to Mr. Fan and upon full exercise of the subscription rights under the Bonus Warrants then outstanding by all holders thereof	
	<i>No. of Shares</i>	<i>Approximate %</i>	<i>No. of Shares</i>	<i>Approximate %</i>	<i>No. of Shares</i>	<i>Approximate %</i>
Miss Yu Wai Fong, a non-executive Director	2,118,871	0.23	2,118,871	0.21	2,118,871	0.19
Mr. Ni Xiaoliang	200,000,000	21.26	200,000,000	19.59	250,000,000	22.51
Ms. Lee Ka Bo	80,000,000	8.50	80,000,000	7.84	100,000,000	9.00
The holder of the Convertible Bonds in the principal amount of HK\$4,150,000 who has exercised its rights of conversion on 25 June 2014 and rights of subscription on 11 July 2014	34,583,332	3.68	34,583,332	3.39	34,583,332	3.11
The holder of the Convertible Bonds in the principal amount of HK\$4,350,000 who has exercised his rights of conversion on 11 July 2014 and rights of subscription on 15 July 2014	36,250,000	3.85	36,250,000	3.55	36,250,000	3.26
Mr. Fan	-	-	80,000,000	7.84	100,000,000	9.00
Other public Shareholders	587,796,622	62.48	587,796,622	57.58	587,796,622	52.93
<b>Total</b>	<b>940,748,825</b>	<b>100.00</b>	<b>1,020,748,825</b>	<b>100.00</b>	<b>1,110,748,825</b>	<b>100.00</b>

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

Hong Kong, 24 July 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.*