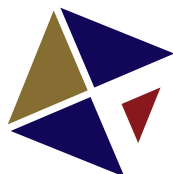


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CHINA PROPERTIES INVESTMENT HOLDINGS LIMITED

中國置業投資控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 736)

VOLUNTARY ANNOUNCEMENT MEMORANDUM OF UNDERSTANDING IN RELATION TO POSSIBLE ACQUISITION

The Board is pleased to announce that on 16 October 2015, the Purchaser entered into the MOU with independent third parties in relation to the possible acquisition of a company which is engaged in the business of dealing in securities.

This is a voluntary announcement made by China Properties Investment Holdings Limited (the “**Company**”).

The board of directors (the “**Board**”) of the Company is pleased to announce that on 16 October 2015 (after trading hours), Bigfair International Limited (a wholly owned subsidiary of the Company) (the “**Purchaser**”) entered into a non-legal binding memorandum of understanding (the “**MOU**”) with three parties (“**Vendors**”) which are third parties independent of the Company and its connected persons (as defined under the rules governing the listing of securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)) in relation to the possible acquisition (“**Possible Acquisition**”) of the entire issued share capital (“**Sale Shares**”) of a company (“**Target Company**”).

The Target Company is a company incorporated in Hong Kong and is licensed under the Securities and Futures Ordinance to carry on business in the type 1 regulated activity of dealing in securities and is an exchange participant of the Stock Exchange of Hong Kong Limited.

* *For identification purpose only*

PRINCIPAL TERMS OF THE MOU

The consideration is determined to be total of a premium of HK\$7,800,000 and the net asset value of the Target Company as agreed by the Purchaser and the Vendors (collectively as the “**Parties**”). The net asset value of the Target Company is expected to be approximately HK\$5,000,000 and is subject to confirmation by the Parties after the due diligence (“**Due Diligence**”) review on the Target Company. The Purchaser shall pay a sum of HK\$780,000 as first deposit (“**First Deposit**”) for the transaction to the escrow agent (“**Escrow Agent**”) as agreed by the Parties within three working days after the signing of the MOU. The First Deposit shall be refunded to the Company forthwith in the event that the Company is not satisfied with the results of the Due Diligence. Within 4 weeks after the payment of the First Deposit (“**Exclusivity Period**”): (i) the Vendors shall not directly or indirectly through its agents negotiate with any third party in relation to transfer of any of the Sale Shares or business or assets of the Target Company; (ii) the Purchaser will perform Due Diligence; (iii) the Parties should endeavour to reach consensus on the terms of the transaction; and (iv) the Purchaser will instruct its legal advisers to prepare a sale and purchase agreement for the review of the Parties. The Parties should sign a binding sale and purchase agreement (“**Formal Agreement**”) in respect of the Possible Acquisition as soon as possible and the Exclusivity Period can be extended for the purpose of resolution of issues on the finalisation of the Formal Agreement. Upon the execution of the Formal Agreement, the Purchaser shall pay the second deposit of HK\$780,000 to the Escrow Agent. The completion of the Possible Acquisition is subject to the approval of the Securities and Futures Commission.

Save for certain provisions such as the provisions on payment, return and forfeiture of deposits, due diligence, exclusivity, confidentiality, termination, costs and governing law, the other terms of the MOU are not intended to be legally binding.

REASONS FOR AND BENEFITS OF THE POSSIBLE ACQUISITION

The Company and its subsidiaries (collectively, the “**Group**”) are principally engaged in the businesses of properties investment, money lending, investing in mining activities and provision of educational support services.

In order to diversify the business of the Group for maximizing returns to the shareholders of the Company (“**Shareholders**”), the Group has been actively seeking various investment opportunities. By investing in the Target Company, it is expected that the Group can enter into securities brokerage business, being a new business segment to the Group, and the Group is expected to be benefited from diversifying its revenue stream which is expected to increase the Shareholders’ value and benefit the Company and the Shareholders as a whole.

GENERAL

The Board wishes to emphasise that the Possible Acquisition may or may not proceed and that the Purchaser has not entered into any binding agreement in relation to the Possible Acquisition as at the date of this announcement. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company. The Company will make further announcement in respect of the Possible Acquisition as and when appropriate in accordance with the Listing Rules.

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

Hong Kong, 16 October 2015

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