



CIFI Holdings (Group) Co. Ltd.

旭輝控股(集團)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00884)

ADJUSTMENT TO THE CONVERSION PRICE OF HK\$2,545,000,000 6.95 PER CENT. GUARANTEED CONVERTIBLE BONDS DUE 2025

The Company announces that the Conversion Price of the Bonds will be adjusted from HK\$5.53 per Share to HK\$5.23 per Share with effect from 23 June 2022 as a result of the declaration of the Final Dividend by the Board and the proposed Bonus Issue.

Reference is made to the announcements of the Company dated 1 April 2022, 12 April 2022 and 22 April 2022 (the “**Announcements**”) in relation to the issue of the 6.95 per cent. convertible bonds due 2025 with an aggregate principal amount of HK\$2,545,000,000 (the “**Bonds**”) and the announcement of the Company dated 8 June 2022 in relation to the approval of the ordinary resolution by the shareholders of the Company (the “**Shareholders**”) at the annual general meeting for, among other things, the declaration of the final dividend and the proposed bonus issue of shares for the year ended 31 December 2021 (the “**Poll Results Announcement**”) and a circular of the Company dated 29 April 2022, all of which were published on the website of The Stock Exchange of Hong Kong Limited; and the announcement dated 8 April 2022 and the offering circulars dated 6 April 2022 and 13 April 2022, which were published on the website of Singapore Exchange Securities Trading Limited, in relation to the issue of the Bonds. Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements unless the context otherwise requires.

As disclosed in the Poll Results Announcement, the Shareholders have approved the declaration of the final dividend for the year ended 31 December 2021 of RMB5.7 cents per Share (equivalent to HK7 cents per Share) (the “**Final Dividend**”) to the Shareholders whose names appear on the register of members of the Company on Wednesday, 22 June 2022 (the “**Record Date**”), and the proposed bonus issue of shares on the basis of four (4) Bonus Shares for every one hundred (100) existing Shares held by the Qualifying Shareholders on the Record Date (the “**Bonus Issue**”).

Pursuant to the terms and conditions of the Bonds, the Conversion Price is subject to adjustment for, among other things, distributions or capitalisation of profits or reserves made by the Company. The Company therefore announces that the Conversion Price of the Bonds will be adjusted from HK\$5.53 per Share to HK\$5.23 per Share (the “**Adjustment**”) as a result of the declaration of the Final Dividend and the Bonus Issue. The Adjustment will become effective from 23 June 2022, being the day immediately after the Record Date for the determination of the entitlement to the Final Dividend and the new Shares to be issued under the Bonus Issue. Save as disclosed above, all other terms of the Bonds remain unchanged.

Based on the aggregate outstanding principal amount of the Bonds of HK\$2,545,000,000 as at the date of this announcement, the maximum number of Shares that the Bondholders are entitled to convert is 460,216,997 Shares before the Adjustment and 486,615,678 Shares after the Adjustment.

Bondholder who is in doubt as to the action to be taken should consult his/her/its stockbroker, bank manager, solicitor, professional accountant or other professional adviser.

By Order of the Board
CIFI Holdings (Group) Co. Ltd.
LIN Zhong
Chairman

Hong Kong, 22 June 2022

As at the date of this announcement, the Board comprises Mr. LIN Zhong, Mr. LIN Wei, Mr. LIN Feng, Mr. CHEN Dongbiao and Mr. YANG Xin as executive Directors; Mr. JIANG Daqiang as non-executive Director; and Mr. ZHANG Yongyue, Mr. TAN Wee Seng and Ms. LIN Caiyi as independent non-executive Directors.