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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 INVESTMENT IN INVESTMENT FUND

THE AGREEMENT

The Board is pleased to announce that, on 8 July 2015 (after trading hours), the Company entered into the Subscription Agreement, pursuant to which the Company agreed to subscribe for an aggregate amount of HK\$200 million of the Portfolio Shares.

LISTING RULES IMPLICATIONS

As certain of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Subscription exceed 5% but are less than 25%, the Subscription constitutes a discloseable transaction for the Company and is subject to notification and announcement requirements under Chapter 14 of the Listing Rules.

INTRODUCTION

The Board is pleased to announce that, on 8 July 2015 (after trading hours), the Company entered into the Subscription Agreement, pursuant to which the Company agreed to subscribe for an aggregate amount of HK\$200 million of the Portfolio Shares. The aggregate consideration for the Portfolio Shares was paid from the Group's internal resources.

* For identification purpose only

THE SUBSCRIPTION AGREEMENT

The principal terms of the Subscription Agreement are summarized as follows:–

Date

8 July 2015 (after trading hours)

Parties

- (i) Subscriber: the Company
- (ii) Fund: Avant Capital SPC

To the best knowledge, information and belief of the Directors, having made all reasonable enquiries, the Fund, the Investment Manager, the Investment Advisor, the Administrator and its ultimate beneficial owner(s) are Independent Third Parties.

Subscription Amount:

HK\$200 million

INFORMATION OF THE PORTFOLIO SHARES

Fund name:	Avant Capital SPC
Place of incorporation:	Cayman Islands
Portfolio name:	Avant Capital Dragon Fund SP
Investment objective:	The Investment objective of the Portfolio is to seek to generate capital growth with an emphasis on capital preservation on an annual basis.

Investment strategy:	The Investment Manager seeks to achieve the objectives by generating return via capturing inefficiencies in the financial markets with flexibility in its approach to investing and taking calculated risks when appropriate opportunities arise. The Investment Manager will generally invest in global equities and equity-based securities (including OTC CFDs, convertible bonds, equity options and stock index options and futures types if investment), foreign exchange, commodities, fixed income, futures or derivatives on any asset classes, any securities or derivatives issued by publicly listed companies and secondary market activities including share lending and monetization of the Portfolio, as part of the Portfolio's risk management process to minimize downside risk and generate additional income for the Portfolio. The Investment Manager may also invest in non-listed assets including, but not limited to pre-IPO companies.
Investment Manager:	Avant Capital Management Company Limited
Investment Advisor:	Avant Capital Management (HK) Limited
Redemption:	<p>Subject to the Lock-up Period, Portfolio Shares are redeemable at the option of the Company pursuant to the terms of the Subscription Agreement.</p> <p>The directors of the Fund may compulsorily redeem any Portfolio Shares at any time for any reason or no reason upon prior written notice.</p>
Transfer:	The transfer of the Portfolio Shares is subject to the prior approval of the directors of the Fund.
Payment of dividends:	There is no current intention for the directors of the Fund to declare dividends and it is intended that income and other distributions received by the Portfolio will be reinvested on its behalf, but the Fund reserves the right to pay dividends at any time, subject to generally applicable Cayman Islands law.
Management fee:	2% per annum of the net asset value, payable monthly in arrears.
Performance fee:	No performance fee shall be paid.

REASONS FOR AND BENEFITS OF THE SUBSCRIPTION

The Group is principally engaged in properties investment business, the exploitation of copper and molybdenum in a mine located in the Inner Mongolia, the PRC, provision of educational support services, and money lending business.

The Company has endeavoured in exploring opportunities for potential investments with a view to generating revenue and achieving better return for its shareholders. The Directors are of the view that the Subscription provides the Group with a good investment opportunity to expand investment portfolio with quality assets. Having considered the investment objectives and strategy of the Portfolio, the Directors are of the view that the Subscription is an attractive investment which will provide satisfactory return. The Directors consider that the Subscription Agreement was entered into on normal commercial terms.

The Directors are therefore of the view that the terms of the Subscription are fair and reasonable and is in the interests of the Company and its shareholders as a whole.

IMPLICATIONS UNDER THE LISTING RULES

As certain of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Subscription exceed 5% but are less than 25%, the Subscription constitutes a discloseable transaction for the Company under the Listing Rules and is subject to notification and announcement requirements under Chapter 14 of the Listing Rules.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms shall have the following meanings:

“Administrator”	Alter Domus Hong Kong Limited
“Board”	the board of Directors
“Company”	China Properties Investment Holdings Limited (中國置業投資控股有限公司*), a company incorporated in Bermuda with limited liability whose shares are listed on the Stock Exchange
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	director(s) of the Company
“Fund”	Avant Capital SPC, an exempted segregated portfolio company incorporated on 27 April 2015 under Cayman Islands law
“Group”	the Company and its subsidiaries

“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Independent Third Party(ies)”	party(ies) independent of and not connected with the Company and its connected persons
“Investment Manager”	Avant Capital Management Company Limited
“Investment Advisor”	Avant Capital Management (HK) Limited
“Listing Rules”	The Rules Governing the Listing of Securities on the Stock Exchange
“Lock-up Period”	three (3) years from the date of the Subscription
“Portfolio”	Avant Capital Dragon Fund SP, a segregated portfolio of the Fund
“Portfolio Shares”	Class S participating segregated portfolio redeemable shares of US\$0.01 par value each of the Portfolio
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subscription”	the subscription of the Portfolio Shares in the principal amount of HK\$200 million pursuant to the Subscription Agreement
“Subscription Agreement”	the subscription agreement dated 8 July 2015 entered into by the Company in relation to the Subscription
“%”	percentage

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

Hong Kong, 8 July 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 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.

In the case of inconsistency, the English text of this announcement shall prevail over the Chinese text.