

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



中 國 投 資

CHINA INVESTMENT FUND COMPANY LIMITED

中國投資基金有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00612)

- (1) RISK MANAGEMENT COMMITTEE AND INVESTOR RELATIONS COMMITTEE;**
- (2) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR;**
- (3) APPOINTMENTS OF NON-EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR;**
- (4) APPOINTMENTS OF CHIEF EXECUTIVE OFFICER, CHIEF INVESTMENT OFFICER AND VICE PRESIDENT;**
- (5) CHANGES TO MEMBERSHIP OF BOARD COMMITTEES; AND**
- (6) COMPOSITION OF SPECIAL INVESTIGATION COMMITTEE**

The board of directors (“**Board**”) of China Investment Fund Company Limited (“**Company**”, together with its subsidiaries “**Group**”) announces that a Risk Management Committee and an Investor Relations Committee have been formed with effect from 22 April 2016.

The Board announces that Mr. Luo Ji has resigned as an independent non-executive Director of the Company, a member of each of the Audit Committee, the Remuneration Committee, the Nomination Committee and the Special Investigation Committee in order to devote more time to his other business commitments. Mr. Luo has confirmed that he has no disagreement with the Board and that he was not aware of any matters that need to be brought to the attention of the shareholders of the Company. The Board would like to take this opportunity to express its sincere gratitude to Mr. Luo for his valuable contribution to the Company during his tenure.

The Board also announces that, with the recommendation of the Nomination Committee, the appointments as set out below have been made and there will be appointments and changes as set out below to the various committees of the Board, all with effect from 22 April 2016:

The appointment of Mr. Wang Mengtao (王夢濤) (“**Mr. Wang**”) as a non-executive Director of the Company, a vice-president of the Group and a member of the Investor Relations Committee;

The appointment of Mr. Leung Ka Fai (梁家輝) (“**Mr. Leung**”) as an independent non-executive Director of the Company, a member of the Audit Committee and the chairman of each of the Remuneration Committee, the Nomination Committee, the Risk Management Committee and the Investor Relations Committee;

The appointment of Mr. Luk Hong Man Hammond (“**Mr. Luk**”), executive Director of the Company, as the chief executive officer of the Group and as a member of the Risk Management Committee;

The appointment of Mr. Zhang Xi (“**Mr. Zhang**”), executive Director of the Company, as chief investment officer of the Group and a member of the Remuneration Committee;

The appointment of Mr. Leung Po Hon (“**Mr. Vincent Leung**”), independent non-executive Director of the Company, as a member of the Investor Relations Committee;

The appointment of Mr. Wong Chung Kin Quentin (“**Mr. Wong**”), independent non-executive Director of the Company, as a member of the Nomination Committee;

Mr. Wong will cease to be the chairman of the Remuneration Committee; and

Mr. Vincent Leung will cease to be a member of the Nomination Committee.

Following the suspension of Ms. Li Jiangtao’s (“**Ms. Li**”) duties as set out in the announcement of the Company dated 19 January 2016, the Board also announces that Ms. Li has been removed as a member of the Audit Committee, a member of the Remuneration Committee and the chairman of the Nomination Committee.

The biographical details of the newly appointed directors and other details in relation to the chief executive officer and the chief investment officer appointments are set out below.

Mr. Wang Mengtao (王夢濤) (“Mr. Wang”)

Mr. Wang, aged 41, is currently an assistant director of the Center of Taoism Business School* (禪道商學院) and a general manager of Shenzhen Zhi Chong Culture Broadcast Co., Ltd.* (深圳知崇文化傳播有限公司), both of which organizations are wholly-owned subsidiaries of Shenzhen Ding Yifeng Assets Management Co., Ltd* (深圳市鼎益豐資產管理有限公司), a substantial shareholder of the Company.

Mr. Wang did not hold directorship in any listed companies in Hong Kong or elsewhere during the last three years. Mr. Wang does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong) (“SFO”). Save as disclosed above, Mr. Wang does not have any relationship with any directors, senior management, substantial or controlling shareholders of the Company. Mr. Wang has entered into a letter of appointment with the Company on 22 April 2016 for an initial term of three years commencing from the same date. He is subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Mr. Wang’s remuneration in connection with his appointments as stated above is being considered among the Board members and once a decision has been finalized, the Board will make an announcement as soon as practicable. Save as disclosed above, there are no other matters that need to be brought to the attention of the shareholders of the Company and there is no other information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“Listing Rules”) in connection with Mr. Wang’s appointment as a non-executive Director of the Company.

The Board members would like to welcome Mr. Wang to the Board.

Mr. Leung Ka Fai (梁家輝) (“Mr. Leung”), aged 37, has been an independent non-executive Director of Rui Kang Pharmaceutical Group Investments Limited, a company listed on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (Stock Code: 8037) since 26 June 2013. Mr. Leung was employed by a law firm in Hong Kong as community service manager. He also worked in Beta Field Capital Limited as a business director from December 2011 to February 2012 and he has worked as the China Business director in Beta Field Capital Limited since April 2013. Mr. Leung has been a district council member of Sha Tin District Council since 2008. Mr. Leung has also been a committee member of Yunfu City of the Chinese People’s Political Consultative Conference* (中國人民政治協商會議雲浮市委員會) in the PRC since January 2013. Mr. Leung is currently a member of Sha Tin District of Fight Crime Committee (沙田區撲滅罪行委員會), a vice-chairman of Sha Tin East District in New Territories East Region of District Scout Council of Scout Association of Hong Kong (香港童軍總會新界東地域沙田東區區務委員會). Mr. Leung has been a director of Hong Kong Association For The Development of Western China Limited (香港中國西部發

展促進會有限公司) since 2011. Mr. Leung obtained a Master of Arts degree in Chinese Language and Literature from The Hong Kong Polytechnic University in October 2008, a Postgraduate Diploma in Education (Teaching in Chinese) from Hong Kong Baptist University in November 2012 and a Master of Arts degree in Sociology from The Chinese University of Hong Kong in November 2014.

Save as disclosed above, Mr. Leung did not hold directorship in any listed companies in Hong Kong or elsewhere during the last three years. Mr. Leung does not have any interest in the shares of the Company within the meaning of Part XV of the SFO. Mr. Leung does not have any relationship with any directors, senior management, substantial or controlling shareholders of the Company. Mr. Leung has entered into a letter of appointment with the Company on 22 April 2016 for an initial term of three years commencing from the same date. He is subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Mr. Leung is entitled to receive an annual fee of HK\$180,000, which has been recommended by the Remuneration Committee and determined with reference to Mr. Leung's duties and responsibilities with the Company, his qualifications, experiences and current market conditions. Save as disclosed above, there are no other matters that need to be brought to the attention of the shareholders of the Company and there is no other information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules in connection with Mr. Leung's appointment as an independent non-executive director of the Company.

The Board members would like to welcome Mr. Leung to the Board.

In respect of the appointment of Mr. Luk as the chief executive officer of the Group and the appointment of Mr. Zhang as the chief investment officer of the Group, any remuneration and the resulting changes to the terms of any existing service agreements with the Company are being discussed among the Board members, and upon finalization of any decision in this regard, the Board will make an announcement in due course.

COMPOSITION OF THE SPECIAL INVESTIGATION COMMITTEE

Reference is made to the announcements of the Company dated 23 December 2015, 8 January 2015, and 1 and 12 February 2016 in relation to the composition of the membership of the Special Investigation Committee (“SIC”). The Board also announces that the SIC has extended an invitation to Mr. Leung for him to join the same with effect from 22 April 2016. Mr. Leung has accepted the invitation, and accordingly the SIC now comprises Mr. Wong, Mr. Vincent Leung and Mr. Leung.

By order of the Board
China Investment Fund Company Limited
Luk Hong Man, Hammond
Executive Director

Hong Kong, 22 April 2016

As at the date of this announcement, the executive Directors are Mr. Luk Hong Man, Hammond, Mr. Ye Yinggang and Mr. Zhang Xi; the non-executive directors are Mr. Yao Yuan, Mr. Sui Guangyi, Mr. Shi Minqiang, Mr. Yao Zhixiang and Mr. Wang Mengtao; and the independent non-executive Directors are Mr. Wong Chung Kin, Quentin, Mr. Leung Po Hon, Ms. Li Jiangtao, and Mr. Leung Ka Fai.

* *For identification purpose only*