

NOTICE TO HOLDERS

THIS NOTICE CONTAINS IMPORTANT INFORMATION THAT IS OF INTEREST TO THE BENEFICIAL OWNERS OF THE NOTES. IF APPLICABLE, ALL DEPOSITORIES, CUSTODIANS AND OTHER INTERMEDIARIES RECEIVING THIS NOTICE ARE REQUESTED TO EXPEDITE THE RE-TRANSMITTAL TO BENEFICIAL OWNERS OF THE NOTES IN A TIMELY MANNER.

If you have recently sold or otherwise transferred your holding(s) of Notes (as defined below), you should immediately forward this Notice to the purchaser or transferee or the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

If you have sold or otherwise transferred only part of your holding of Notes, you should retain a copy of this Notice and consult the stockbroker, bank or other agent through whom the sale or transfer was effected as to the action you should take.

1 December 2022

**CIFI Holdings (Group) Co. Ltd. (the “Issuer” and/or “Company”)
The Subsidiary Guarantors (as defined in the Indentures)**

Deal Description	ISIN	Common Code
6.55% Guaranteed Senior Note due 2024	XS1969792800	196979280
6.45% Guaranteed Senior Notes due 2024	XS2075784103	207578410
6.0% Guaranteed Senior Notes due 2025	XS2099272846	209927284
5.95% Guaranteed Senior Notes due 2025	XS2205316941	220531694
5.85% Guaranteed Senior Notes due 2023	XS2218700008	221870000
5.25% Guaranteed Senior Notes due 2026	XS2251822727	225182272
4.375% Guaranteed Senior Notes due 2027	XS2280431763	228043176
4.8% Guaranteed Senior Notes due 2028	XS2342499592	234249959
4.45% Guaranteed Senior Notes due 2026	XS2342908949	234290894

(the series listed above are collectively referred in this Notice as “Notes”)

We refer to:

- (i) each of the indentures governing the of each series of the Notes listed above as amended from time to time (each an “**Indenture**”, collectively, the “**Indentures**”), entered among the Issuer, the Subsidiary Guarantors named in respective Indenture and China Construction Bank (Asia) Corporation Limited as the trustee of the Notes (the “**Trustee**”); and
- (ii) the announcement of the Issuer dated 28 November 2022 (the “**Announcement**”), the copy of which is attached herein for reference.

Capitalized terms used without definition in this Notice shall have the same meanings as given to them in the Indentures and the Announcement.

NOTICE IS HEREBY GIVEN to the Holders that a Winding-Up Petition was filed against the Company by a creditor at the Hong Kong High Court. For further details on the Winding-Up Petition, please refer to the Announcement attached herein.

TRUSTEE'S RIGHTS AND PROTECTIONS UNDER THE INDENTURES

Section 7.02(d) (*Certain Rights of Trustee and Other Agents*) of the Indentures provides, “*The Trustee will be under no obligation to exercise any of the rights or powers vested in it by this Indenture at the request or direction of any of the Holders, unless such Holders have offered to the Trustee indemnity and/or security satisfactory to the Trustee against any loss, liability or expenses that might be suffered or incurred by it in compliance with such request or direction.*”

NO FURTHER ACTION BY THE TRUSTEE

If you have any questions regarding this Notice, you may contact the Trustee at cta_tm@asia.ccb.com.

Note: This Notice is provided without prejudice to any and all of the Trustee's rights under the Notes and the Indentures. No failure or delay by the Trustee to take, initiate, give or make for any reason any step, action, proceedings, notice or demand either now or at any time hereafter will constitute a release, restriction, waiver, amendment, modification or alteration of any of the rights of the Trustee or the Holders in relation to the Notes and/or the Indentures, all of which rights are expressly and generally reserved and may be exercised by the Trustee at any time without prior notice to any person.

This Notice is given without prejudice to the rights of the Trustee under the Indentures and at law. The Trustee expressly reserves all of the rights, powers, claims and remedies available to it under the Indentures and applicable law. No delay or forbearance by the Trustee to exercise any right or remedy accruing upon the occurrence of a Default, an Event of Default or similar event under the terms of the Indentures, other documentation relating thereto or under applicable law, shall impair any such right or remedy or constitute a waiver thereof or an acquiescence therein.

The Trustee provides this Notice for the information of Holders, but makes no representation as to the accuracy or completeness of the information included herein and cannot accept any liability for any loss caused by any inaccuracy therein. The Trustee expresses no opinion as to the action (if any) that Holders should take in relation to the matters set out above. The Trustee makes no recommendations and gives no legal or investment advice herein or as to the Notes generally. Holders should take and rely on their own independent legal, financial or other professional advice, and may not rely on information provided to or by the Trustee, statements as to the legal position included in notices issued by the Trustee relating to the Notes or otherwise or the views of the Trustee expressed herein or otherwise.

The Trustee expressly reserves its rights under the Indentures and at law or otherwise, including without limitation, any right to recover in full its fees, costs and expenses (including, without limitation, fees and costs incurred or to be incurred by the Trustee in performing its duties, indemnities owing to or to become owing to the Trustee, compensation for the Trustee's time spent, and reimbursement for the fees and expenses of counsel and other agents it employs in performing its duties or to pursue remedies) and its rights, prior to exercising any rights or powers in connection with the Indentures and at the request and/or direction of any Holder, to receive security, prefunding and/or indemnity satisfactory to it against all costs, expenses and liabilities that might be incurred by the Trustee in complying with such request and/or direction.

The ISIN and Common Code numbers appearing herein have been included solely for the convenience of the Holders. The Trustee assumes no responsibility for the selection or use of such number and makes no representation as to the correctness of the numbers listed above.

For and on behalf of

CHINA CONSTRUCTION BANK (ASIA) CORPORATION LIMITED

as Trustee