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## CHINA RONGZHONG FINANCIAL HOLDINGS COMPANY LIMITED

中國融眾金融控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 3963)**

### CLARIFICATION ANNOUNCEMENT

References are made to (i) the circular (the “**Despatched Circular**”) of China Rongzhong Financial Holdings Company Limited (the “**Company**”) dated 13 July 2016, (ii) the form of proxy (the “**Despatched Proxy Form**”), accompanying the Despatched Circular, (iii) the notice of annual general meeting (the “**Despatched AGM Notice**”) as set out in pages AGM-1 to AGM-5 of the Despatched Circular, and (iv) the form of proxy (the “**Published Proxy Form**”), the circular (the “**Published Circular**”) and the notice of annual general meeting (the “**Published AGM Notice**”) of the Company in each case published on the website, namely “**HKEXnews**”, of The Stock Exchange of Hong Kong Limited on 13 July 2016. In particular, the Despatched Proxy Form and the Published Proxy Form are to be used at the annual general meeting of the Company to be held at 10:00 a.m. on Monday, 29 August 2016.

The board of directors of the Company would like to clarify as follows:

- (i) a signature block and a date block will be inserted into the Despatched Proxy Form and the Published Proxy Form;
- (ii) note 7 of the Despatched Proxy Form and note 7 of the Published Proxy Form should each be replaced by the following in its entirety:

*“You are requested to lodge this Revised Form of Proxy, together with the power of attorney (if any) or other authority (if any) under which it is signed or a notary certified copy thereof, at the share registrar and transfer office of the Company, Tricor Investor Services Limited (the “Share Registrar”), at Level 22, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the Meeting or any adjournment thereof (the “Closing Time”), and in default, the Revised Form of Proxy shall not be treated as valid.”*

- (iii) on the front cover page and page 5 of each of the Despatched Circular and the Published Circular, references to “24 hours” should each be replaced by “48 hours” in its entirety; and
- (iv) regarding note 3 on page AGM-4 of the Despatched AGM Notice and note 3 on page 4 of the Published AGM Notice, reference to “24 hours” should be replaced by “48 hours” in its entirety.

The revised Despatched Proxy Form and the revised Published Proxy Form (collectively, the “**Revised Proxy Forms**”), in each case reflecting the relevant clarifications hereinabove together with certain other minor amendments, will be despatched to the shareholders of the Company and uploaded to HKEXnews, respectively, as soon as practicable. For those who have already returned the Despatched Proxy Form or the Published Proxy Form to the Company’s share registrar, please re-submit the Revised Proxy Form in accordance with the instructions printed thereon.

Save as disclosed in this announcement, all other information contained in the Despatched Circular, the Despatched AGM Notice, the Despatched Proxy Form, the Published Circular, the Published AGM Notice and the Published Proxy Form remains unchanged.

By order of the Board  
**China Rongzhong Financial Holdings Company Limited**  
**Wong Tsz Lun**  
*Company Secretary*

Hong Kong, 12 August 2016

*As at the date of this announcement, the executive Directors of the Company are Mr. Xie Xiaoqing and Mr. Li Fan; the non-executive Directors of the Company are Mr. Ding Chung Keung Vincent, Ms. Wong Jacqueline Yue Yee and Mr. Sun Changyu and the independent non-executive Directors of the Company are Mr. Nie Yong, Mr. Duan Chang Feng, and Ms. Zou Lin.*