

#### Monthly Return of Equity Issuer on Movements in Securities

### For the month ended

31/01/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Date Submitted

(dd/mm/vvvv) :

China Rongzhong Financial Holdings Company Limited 06/02/2017

#### I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 03963 Descrip	otion : Ordin	ary Shares	
Balance at close of preceding month	No. of ordinar shares 10,000,000,000	Par value y (State currency) HK\$0.01	Authorised share capital <i>(State currency)</i> HK\$100,000,000
Increase/(decrease)	Nil		Nil
Balance at close of the month	10,000,000,000	HK\$0.01	HK\$100,000,000
(2) Stock code : N/A Descrip	otion :		
	No. of ordinar shares	Par value y (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

#### 2. Preference Shares

Stock code :	N/A	Descript	ion :		
			No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close	e of precedii	ng month			
Increase/(decre	ease)	_		-	
Balance at clos	e of the mor	ith _			

#### 3. Other Classes of Shares

Stock code :	N/A	Descrip	tion :		
			No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close	e of precedir	ng month			
Increase/(decre	ase)	_		-	
Balance at close	e of the mon	th			

Total authorised share capital at the end of the month (*State* **HK\$100,000,000** *currency*):

# II. Movements in Issued Share Capital

	No. of ordinary shares		No of preferenc	e No. of other
	(1)	(2)	shares	classes of shares
Balance at close of				
preceding month	412,509,000	N/A	N/A	N/A
Increase/ (decrease)				
during the month	Nil	N/A	N/A	N/A
Balance at close of				
the month	412,509,000	N/A	N/A	N/A

## III. Details of Movements in Issued Share Capital

Share Options	(under Share O	ption Schemes	of the Issuer)	)
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Particulars of					No. of new shares of	No. of new shares of
share option					issuer issued during	issuer which may be
scheme	Ν	Novement duri	ng the month		the month pursuant	issued pursuant
including EGM					thereto	thereto as at close of
approval date						the month
(dd/mm/yyyy) and						
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Share Option						
Scheme						
Adopted on	Nil	Nil	Nil	Nil	Nil	Nil
(18/12/2015)						
shares						
(Note 1)						
2.						
( /						
/ )						
shares						
(Note 1)						
3.						
( /						
/ )						
shares						
(Note 1)						
		Total	A. (Ordina	ry shares)	Nil	
			(Preferenc	ce shares)	N/A	
			(Ot	ther class)	N/A	
Total funds raised	during the mor	nth from exerci	ise			
of options (State c	urrency)		N/A			

					No. of new	No. of new
					shares of	shares of
					issuer	issuer which
					issued	may be
					during the	issued
		Nominal value			month	pursuant
	Currency	at close of	Exercised	Nominal value	pursuant	thereto as at
Description of warrants	of nominal	preceding	during the	at close of the	thereto	close of the
(Date of expiry - dd/mm/yyyy)	value	month	month	month		month
1. N/A						
						<u> </u>
( /						
/ )						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / /	)				
2.						
( /						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	( / /	)				
3.	( / /	)				
<u> </u>						
, , Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						

					No. of new	No. of new
					shares of	shares of
					issuer	issuer which
					issued	may be
					during the	issued
		Nominal value			month	pursuant
	Currency	at close of	Exercised	Nominal value	pursuant	thereto as at
Description of warrants	of nominal	preceding	during the	at close of the	thereto	close of the
(Date of expiry - dd/mm/yyyy)	value	month	month	month		month
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / /	)				
4.						
( /						
/ )						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / /	)				
		Total B.		ary shares) N/A		-
				ce shares) N/A		-
			(0	ther class) N/A		-

								No. of new	No. of new
								shares of	shares of
								issuer	issuer which
								issued	may be
								during the	issued
								month	pursuant
				An	nount at			pursuant	thereto as at
		Curre	ncy of	С	lose of	Converted	Amount at	thereto	close of the
		am	ount	pr	eceding	during the	close of the		month
Class and description		outsta	anding	1	month	month	month		
1. N/A									
			<u> </u>						
Stock code (if listed)									
Class of shares									
issuable (Note 1)									
Subscription price									
EGM approval date									
(if applicable)									
(dd/mm/yyyy))	(	/	/	)					
2.									
			<u> </u>						
Stock code (if listed)									
Class of shares									
issuable (Note 1)									
Subscription price									
EGM approval date									
(if applicable)									
(dd/mm/yyyy)	(	/	/	)					
3.									
Stock code (if listed)									
Class of shares									
issuable (Note 1)									
Subscription price									

								No. of new	No. of new
								shares of	shares of
								issuer	issuer which
								issued	may be
								during the	issued
								month	pursuant
				Ar	mount at			pursuant	thereto as at
		Cur	rency of	c	close of	Converted	Amount at	thereto	close of the
		a	mount	pr	receding	during the	close of the		month
Class and description		oute	standing		month	month	month		
EGM approval date									
(if applicable)									
(dd/mm/yyyy)	(	/	/	)	-				
4.									
Stock code (if listed)					-				
Class of shares									
issuable (Note 1)					_				
Subscription price					_				
EGM approval date									
(if applicable)									
(dd/mm/yyyy)	(	/	/	)	_				
					To	tal C. (Ordina	ary shares) N/A		_
						(Preferen	ce shares) N/A		_
						(O	ther class) N/A		_

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

	No. of new shares	No. of new shares of
	of issuer issued	issuer which may be
	during the month	issued pursuant
	pursuant thereto	thereto as at close of
Full particulars including EGM approval date (dd/mm/yyyy),		the month
if applicable, and class of shares issuable:		
1		
( / / / )		
shares (Note 1)		
2		
( / / / )		
shares (Note 1)		
3		
( / / )		
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

							No. of new	No. of new
							shares of	shares of
							issuer	issuer which
							issued	may be
							during the	issued
							month	pursuant
							pursuant	thereto as at
							thereto	close of the
	Type of Issue							month
				Class of shares				
				Class of shares issuable ( <i>Note 1</i> )				
			State	Issue and allotment	(	/		
1.	Rights issue	At price :	currency	date : (dd/mm/yyyy)	/	,		
						,		
				EGM approval date:	(	/		
				(dd/mm/yyyy)	/	)		
							N/A	N/A
				Class of shares				
				issuable (Note 1)				
					,	,		
2.	Open offer	At price :	State	Issue and allotment	(	/		
			currency	date : (dd/mm/yyyy)	/	)		
				EGM approval date:				
				(dd/mm/yyyy)	(	/		
				(33,1111,79999)	/	,	N/A	N/A
					,	,		
				Class of shares				
				issuable (Note 1)				
3.	Placing	At price :	State	Issue and allotment	(	/		
5.	Flacing	At price .	currency	date : (dd/mm/yyyy)	/	)		
				EGM approval date:				
				(dd/mm/yyyy)	(	/		
					/	)	N/A	N/A

		Class of shares issuable <i>(Note 1)</i>					
4.	Bonus issue	Issue and allotment date : (dd/mm/yyyy)	•		)		
		EGM approval date: (dd/mm/yyyy)	(	/	)	N/A	N/A
		Class of shares issuable <i>(Note 1)</i>					
5.	Scrip dividend At price : currency	Issue and allotment date : (dd/mm/yyyy)	•	/	)		
		EGM approval date: (dd/mm/yyyy)	(	/	)	N/A	N/A
		Class of shares repurchased (Note 1)					
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	( /	/	)		
		EGM approval date: (dd/mm/yyyy)	(	/	)	N/A	N/A
		Class of shares redeemed <i>(Note 1)</i>					
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	( /	/	)		
		EGM approval date: (dd/mm/yyyy)	(	1	)	N/A	N/A

			Class of shares issuable (Note 1)					
Consideration issue	At price :	State currency				)		
			EGM approval date: (dd/mm/yyyy)	(	( /	)	N/A	N/A
			Class of shares issuable (Note 1)					
Capital reorganisation								
			EGM approval date: (dd/mm/yyyy)	(	( /	)	N/A	N/A
			Class of shares issuable <i>(Note 1)</i>					
Other (Please specify)	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(	( /	)		
			EGM approval date: (dd/mm/yyyy)	(	( /	)	N/A	N/A
			Total E.		(Orc	dinary		
			shares) N/A					
		(Preference shares) N/A						_
(Other class) N/A						-		
	issue Capital reorganisation Other	At price : Capital reorganisation Other At price :	Capital reorganisation Other At price : Currency	Consideration issue       At price:       State currency       Issue and allotment date : (dd/mm/yyyy)         EGM approval date: (dd/mm/yyyy)       EGM approval date: (dd/mm/yyyy)         Capital reorganisation       Class of shares issuable (Note 1)         Issue and allotment date : (dd/mm/yyyy)         EGM approval date: (dd/mm/yyyy)         Capital reorganisation       Issue and allotment date : (dd/mm/yyyy)         Class of shares issuable (Note 1)         Other (Please specify)       At price :         State (Please specify)       State currency         Issue and allotment date : (dd/mm/yyyy)         EGM approval date: (dd/mm/yyyy)         EGM approval date: (dd/mm/yyyy)         EGM approval date: (dd/mm/yyyy)	Consideration issue At price : State issue and allotment ( date : (dd/mm/yyyy) / EGM approval date: (dd/mm/yyyy) / Class of shares issuable (Note 1) Capital reorganisation date : (dd/mm/yyyy) / EGM approval date: (dd/mm/yyyy) / Class of shares issuable (Note 1) Class of shares issuable (Note 1) Class of shares (date : (dd/mm/yyyy) / EGM approval date: (dd/mm/yyyy) / Class of shares issuable (Note 1) Cher (Please specify) At price : State (Dter (Please specify) (dter) / Class of shares issuable (Note 1) Class of shares issuable (Note 1) Class of shares issuable (Note 1) Class of shares issuable (Note 1) Class of shares issuable (Note 1) Cher (Please specify) (dter) / Class of shares issuable (Note 1) Class of shares issuable (Note 1) Cher (Please specify) (dter) / Class of shares issuable (Note 1) Class of shares issuable (Note 1) Class of shares issuable (Note 1) Class of shares issuable (Note 1) Cher (Please specify) (dter) / Class of shares issuable (Note 1) Cher (Please specify) (dter) / Class of shares issuable (Note 1) Cher (Please specify) (dter) / (dter) (dter) / (dter) (dter) / (dter) (dter) / (dter) (dter) / (dter) / (dter) (dter) / (dter) / (dter) (dter) /	Consideration At price : State currency Class of shares issuable (Note 1) EGM approval date: (dd/mm/yyyy) ( / Class of shares issuable (Note 1) Capital reorganisation Class of shares issuable (Note 1) Capital reorganisation Class of shares (dd/mm/yyyy) ( / EGM approval date: (dd/mm/yyyy) ( / Class of shares issuable (Note 1) Class of shares issuable (Note 1) Class of shares issuable (Note 1) Capital reorganisation ( / EGM approval date: (dd/mm/yyyy) ( / Class of shares issuable (Note 1) Class of share	Consideration issue       At price :       State currency       Issue and allotment ( / date : (dd/mm/yyyy) / )         EGM approval date: (dd/mm/yyyy) ( / )         Capital reorganisation       Class of shares issuable (Note 1)         Capital reorganisation       Issue and allotment ( / date : (dd/mm/yyyy) / )         Capital reorganisation       Issue and allotment ( / date : (dd/mm/yyyy) / )         Class of shares issuable (Note 1)       Class of shares currency         Class of shares issuable (Note 1)       Class of shares currency         Class of shares issuable (Note 1)       ( / )         Chass of shares currency       ( / )         Class of shares issuable (Note 1)       ( / )         Chass of shares currency       ( / )         Class of shares issuable (Note 1)       ( / )         Chass of shares currency       ( / )         Class of shares issuable (Note 1)       ( / )         Chass of shares issuable (Note 1)       ( / )         Class of shares issuable (Note 1)       ( / )         Chass of shares issuable (Note 1)       ( / )         Class of shares issuable (Note 1)       ( / )         Chass of shares issuable (Note 1)       ( / )         Class of shares issuable (Note 1)       ( / )         Chass of shares issuable (Note 1)       ( / )	Consideration issue       At price :       State currency       Issue and allotment ( / date : (dd/mm/yyyy) / )         EGM approval date: (dd/mm/yyyy) ( / )

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	N/A				
(2)	N/A				
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):	N/A				
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to	N/A				
E):					
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share					
Capital").)					

Remarks (if any):

Submitted by: Wong Tsz Lun

Title: Company Secretary

(Director, Secretary or other duly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.