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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: 03963)**

**RESIGNATION OF NON-EXECUTIVE DIRECTOR;  
APPOINTMENT OF NON-EXECUTIVE DIRECTOR AND CHANGE IN THE  
COMPOSITION OF BOARD COMMITTEES**

**RESIGNATION OF NON-EXECUTIVE DIRECTOR**

The board of directors (collectively, the “**Board**”, and each a “**Director**”) of China Rongzhong Financial Holdings Company Limited (the “**Company**” and, together with its subsidiaries, the “**Group**”) hereby announces that Mr. Sun Changyu (“**Mr. Sun**”) has resigned as a non-executive Director (“**Non-executive Director**”) of the Company, due to his decision to devote more time to his other business commitments, with effect from 9 July 2018. Simultaneously to his resignation stated above, Mr. Sun has ceased to be a member of the audit committee (“**Audit Committee**”), the nomination committee (“**Nomination Committee**”) and the remuneration committee (“**Remuneration Committee**”) of the Board.

Mr. Sun has confirmed that he has no disagreement with the Board and that there are no matters in relation to his resignation 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 gratitude and appreciation towards Mr. Sun’s contribution to the Company during his tenure of office.

**APPOINTMENT OF NON-EXECUTIVE DIRECTOR AND CHANGE IN  
COMPOSITION OF BOARD COMMITTEES**

Following the resignation of Mr. Sun, Mr. Chen Shuai (“**Mr. Chen**”) has been appointed as a Non-executive Director, a member of the Audit Committee, a member of the Nomination Committee and a member of the Remuneration Committee in each case with effect from 9 July 2018.

Mr. Chen, aged 44, joined a management company of Hony Capital being a series of private equity investment funds, together with their respective management companies/general partners (collectively “**Hony Capital**”), in 2003 and has served as a managing director of Hony Capital since 2011. Hony Capital Fund 2008, L.P. being one of the investment funds within Hony Capital, wholly-owns Silver Creation Investments Limited, a substantial shareholder of the Company. Currently, Mr. Chen is leading investments in the areas of urban services, hotel management, financial services, culture and media, consumer products, and retail and construction materials industries in Hony Capital. Mr. Chen has extensive experience in investment management, supplier management and retail business. Mr. Chen is also a director of various subsidiaries of the Company.

Prior to joining Hony Capital, Mr. Chen held positions at an investment company, a retail chain department store in the PRC and a domestic supermarket in PRC. Mr. Chen holds a Master of Business Administration degree from the China Europe International Business School. He was awarded a bachelor's degree in economics from Beijing Forestry University. Currently, Mr. Chen is a director of Shanghai Chengtou Holdings Co., Ltd. (a company listed on the Shanghai Stock Exchange; stock code: 600649) and Shanghai Environment Group Co., Ltd. (a company listed on the Shanghai Stock Exchange; stock code: 601200), Vice Chairman of Century Golden Flower Commercial Holdings Limited (a company listed on The Stock Exchange of Hong Kong Limited; stock code: 0162). He was a non-executive director of China Glass Holdings Limited (a company listed on The Stock Exchange of Hong Kong Limited; stock code: 3300) from 2 January 2009 to 6 March 2014.

Mr. Chen has not entered into a service contract with the Company for his appointment as a Non-executive Director, his term shall continue until the next annual general meeting of the Company and subject to retirement by rotation in accordance with the provisions of the Memorandum and Articles of Association of the Company. Mr. Chen is entitled to a director's fee of HK\$240,000 per annum, which was determined by the Board (the decision of which was based on the recommendation of the remuneration committee of the Company) with reference to his duties and responsibilities with the Group and the market rate for similar position. Such director's fee is subject to review by the remuneration committee of the Company from time to time.

As at the date of this announcement, Mr. Chen was not interest in any shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed in this announcement, Mr. Chen has not previously hold any other position with the Company or other members of the Group, he does not have any relationship with any other Directors, senior management, controlling shareholders or substantial shareholders of the Company. Mr. Chen has not held any directorship in the past three years in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas. There are no other matters concerning Mr. Chen's appointment as a Non-executive Director that need to be brought to the attention of the shareholders of the Company, and there is no information that needs to be disclosed pursuant to any of the requirements set out in paragraphs 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to welcome Mr. Chen to join the Board.

By order of the Board  
**China Rongzhong Financial Holdings Company Limited**  
**Wong Emilie Hoi Yan**  
*Director*

Hong Kong, 9 July 2018

*As at the date of this announcement, the executive Director of the Company is Ms. Wong Emilie Hoi Yan and the non-executive Directors of the Company are Mr. Chen Shuai, Ms. Li Yu Lian Kelly and Ms. Wong Jacqueline Yue Yee; and the independent non-executive Directors of the Company are Mr. Nie Yong, Mr. Duan Chang Feng, and Ms. Zou Lin.*