

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 31/10/2015

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	China Innovative Finance Group Limited
Date Submitted	04/11/2015

I. Movements in Authorised Share Capital

1. Ordinary Shares										
(1) Stock code : <u>412</u> Descri	(1) Stock code : <u>412</u> Description : <u>Ordinary Shares</u>									
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)							
Balance at close of preceding month	2,000,000,000,000	0.00025	500,000,000.00							
Increase/(decrease)	<u> </u>		. <u> </u>							
Balance at close of the month	2,000,000,000,000	0.00025	500,000,000.00							
(2) Stock code : <u>N/A</u> Descri	ption : <u>N/A</u>									
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)							
Balance at close of preceding month	N/A	N/A	N/A							
Increase/(decrease)	<u>N/A</u>		<u>N/A</u>							
Balance at close of the month	<u>N/A</u>	N/A	<u>N/A</u>							

2. Preference Shares

Stock code : <u>N/A</u> Desc	ription : <u>N/A</u>		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<u>N/A</u>	N/A	<u>N/A</u>
Increase/(decrease)	<u>N/A</u>		<u>N/A</u>
Balance at close of the month	N/A	<u>N/A</u>	<u>N/A</u>

3. Other Classes of Shares

Stock code : <u>N/A</u> Descr	iption : <u>N/A</u>		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A	N/A	N/A
Increase/(decrease)	N/A		<u>N/A</u>
Balance at close of the month	<u>N/A</u>	N/A	<u>N/A</u>

Total authorised share capital at the end of the month (HK\$) : **500,000,000.00**

II. Movements in Issued Share Capital

	No. of ordin	nary shares	No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	19,304,830,365	N/A	N/A	N/A		
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A		
Balance at close of the month	19,304,830,365	N/A	N/A	N/A		

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM approval date		Movement d	uring the month		No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
(dd/mm/yyyy) and		Wovement u	uning the month			
class of shares	G 1	F · 1		T 1		
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Date of grant:	Nil	Nil	Nil	Nil	Nil	169,400,000
(05/12/2014)						
Exercise price:						
HK\$0.42						
Share option scheme						
approved on						
(18/08/2014)						
Ordinary shares						
(Note 1)						
2.N/A						
(/ /)						
shares		_				
(Note 1)						
3. N/A						
(/ /)						
shares						
(Note 1)						
			Total A. (Ordi		Nil	
				ence shares)	N/A	
			(Other class)	N/A	
Total funds raised durin options (State currency)		from exercise	of	N/A		

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value at nominal close of value preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
<u>1. N/A</u>					
(/ /) Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
<u>2. N/A</u>					
(/ /) Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
<u>3. N/A</u>					
(/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>)	··				
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
<u>4. N/A</u>					
Class of shares issuable (<i>Note 1</i>)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
	Tota	(Prefere	nary shares)	N/A	
		(Other class)	N/A	

For Main Board and GEM listed issuers

Convertibles (i.e. Convertible into	Shares of the Is	ssuer which are to	o be Listed)			
Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. Convertible bonds	-					
Issue date : (28/10/2015)						
Interest: 8% per annum	-					
Maturity Date: (27/10/2018)	US\$	0	Nil	50,000,000	Nil	573,529,411
Stock code (if listed)	N/A					
Class of shares						
issuable (<i>Note 1</i>) Conversion price	Ordinary shares HK\$0.68	8				
AGM approval date	ПКФ0.00					
(if applicable)						
(dd/mm/yyyy))	(18/09/2015))				
2. N/A						
	-					
	-					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
3. N/A	````					
	-					
	-					
	-					
Stock code (if listed)	- <u> </u>			· ·		
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)					
4. N/A						
	-					
	-					
	-					
Stock code (if listed)	- <u></u> .					
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)						
(dd/mm/yyyy)	(/ /)		Total C. (Ordin	nary shares)	Nil	
				ence shares)		-
				Other class)		-
			,	·		-

For Main Board and GEM listed issuers Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
 S&P Agreement dated 8 April 2015 (as supplemented by the supplemental agreement dated 29 July 2015) to issue Base Consideration Shares of 2,361,112,121 Listco Shares, the maximum number of 1st Additional Consideration Shares of 390,606,061 Listco Shares and the maximum number of 2nd Additional Consideration Shares of 781,212,121 Listco Shares, being a total of 3,532,930,303 Listco Shares at an issue price of HK\$0.66 as consideration for the acquisition. For details, please refer to the Company's announcement dated 10 April 2015 and circular dated 30 July 2015. 		390,606,061 (1st Additional Consideration Shares)
approved at the SGM on (18 / 08 / 2015) ordinary shares (Note 1)		781,212,121 (2nd Additional Consideration Shares)
2. <u>N/A</u>	-	
3. N/A		
Total D. (Ordinary shares) (Preference shares) (Other class)	Nil N/A N/A	

Otl	her Movements in	Issued Share Capital				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the
	Type of Issue						month
			Class of shares issuable (Note 1)				
1.	Rights issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	NT (A	
						<u>N/A</u>	<u>N/A</u>
			Class of shares issuable (Note 1)				
2.	Open offer	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						<u>N/A</u>	<u>N/A</u>
			Class of shares issuable (<i>Note 1</i>)				
3.	Placing	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						<u>N/A</u>	<u>N/A</u>
			Class of shares issuable (Note 1)				
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
							<u>1V/A</u>

	T	<u>F</u>	For N	<u>1ain</u>	Boar	d and GEM lis No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
-	Type of Issue						montin
5.	Scrip dividend At price : State	Class of shares issuable (<i>Note 1</i>) Issue and allotment	(/	· /)		
	- currency —	date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/	' /)	<u>N/A</u>	<u>N/A</u>
6.	Repurchase of shares	Class of shares repurchased (<i>Note 1</i>) Cancellation date : (dd/mm/yyyy)	(/	' /)		
		EGM approval date: (dd/mm/yyyy)	(/	' /)	<u>N/A</u>	<u>N/A</u>
		Class of shares redeemed (<i>Note 1</i>)					
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	(/	' /)		
		EGM approval date: (dd/mm/yyyy)	(/	' /)	<u>N/A</u>	<u>N/A</u>
		Class of shares issuable (Note 1)					
8.	Consideration issue At price : State	Issue and allotment date : (dd/mm/yyyy)	(/	'/)		
		EGM approval date: (dd/mm/yyyy)	(/	' /)	<u>N/A</u>	<u>N/A</u>

				For Main Boar		ted issuers
	Type of Issue				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
9.	Capital		Class of shares issuabl (<i>Note 1</i>) Issue and allotment	le		
	reorganisation		date : (dd/mm/yyyy)			
			EGM approval date: (dd/mm/yyyy)	(/ /)		
					N/A	N/A
10.	Other (Please specify)	At price : State	Class of shares issuabl (<i>Note 1</i>) – Issue and allotment	le		
			date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	<u>N/A</u>	N/A
				(Ordinary share: Preference share: (Other class	s) N/A	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	Nil
	(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 E):		N/A
(These figures should be the same as the relevant figures under II above ("Movements in Is	sued Sha	re Capital").)

Remarks	(if	any):
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Submitted by: <u>Lau Yau Chuen Louis</u>
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.