

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 29/02/2016

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	China Innovative Finance Group Limited
Date Submitted	03/03/2016

I. Movements in Authorised Share Capital

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

2. Preference Shares

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

3. Other Classes of Shares

Stock code : <u>N/A</u> Descri	ption : <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)	<u>N/A</u>		N/A
Balance at close of the month	<u>N/A</u>	<u>N/A</u>	<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 ordi	nary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	19,310,448,342	N/A	<u>N/A</u>	N/A
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A
Balance at close of the month	19,310,448,342	N/A	<u>N/A</u>	<u>N/A</u>

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM					No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
approval date (dd/mm/yyyy) and -		Movement du	ring the month		thereto	as at close of the month
class of shares						
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						
(/ /)						
(Note 1) shares			<u> </u>			
(Note 1)						
3. N/A						
(/ /)						
shares						
(Note 1)			Total A. (Ordi	nary shares)	Nil	
				ence shares)	N/A	
				Other class)	N/A N/A	
Total funds raised durin	g the month	from exercise of				
options (State currency)				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 (<i>Note 1</i>)					
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					
(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		nary shares)		
			ence shares) (Other class)		
		(

For Main Board and GEM listed issuers

Convertibles (i.e. Convertible into Shares of the Issuer which are to 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\$	50,000,000	Nil	50,000,000	Nil	573,529,411
Stock code (if listed)	<u> </u>	20,000,000				0,0,020,010
Class of shares						
issuable (Note 1)	Ordinary shares					
Conversion price	HK\$0.68					
AGM approval date						
(if applicable)						
(dd/mm/yyyy))	(18 / 09 / 2015))				
2. Convertible bonds	-					
Issue date : (24/12/2015)	_					
Interest: 8% per annum	_					
Maturity Date: (22/12/2018)	US\$	40,000,000	Nil	40,000,000	Nil	433,333,333
Stock code (if listed)	N/A					
Class of shares						
issuable (Note 1)	Ordinary shares					
Subscription price	HK\$0.72					
AGM approval date (if applicable) (dd/mm/yyyy)	(18 / 09 / 2015)					
3. Convertible bonds	(10/0)/2015)	<u> </u>				
Issue date : (31/12/2015)	-					
Interest: 7% per annum	-					
	- TIC¢	40,000,000	Nil	40,000,000	Nil	122 222 222
Maturity Date: (30/12/2017) Stock code (if listed)	US\$ 	40,000,000	INII	40,000,000	1111	433,333,333
Class of shares	\mathbf{N}/\mathbf{A}					
issuable (Note 1)	Ordinary shares					
Subscription price	HK\$0.72					
AGM approval date						
(if applicable)						
(dd/mm/yyyy)	(18 / 09 / 2015)	<u> </u>				
4. N/A	_					
	-					
	-					
	-					
Stock code (if listed)					· · · · · · · · · · · · · · · · · · ·	
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)		Total C (O-1)	nomi chanaa)	NT:1	
			Total C. (Ordin	nary shares) ence shares)	Nil N/A	-
				Other class)	N/A N/A	-
			(11/11	-

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) 781,212,121
approved at the SGM on (18 / 08 / 2015) ordinary shares (Note 1)	_	(2nd Additional Consideration Shares)
2. <u>N/A</u>	-	
3. <u>N/A</u>	-	
	Nil	
Total D. (Ordinary shares) (Preference shares) (Other class)	N/A	

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

	Type of Issue			F	For Main I	Board	d and GEM lis No. of new shares of issuer issued during the month pursuant thereto	ted issuers No. of new shares of issuer which may be issued pursuant thereto as at close of the month
5.	Scrip dividend	At price : Stat curr	te rency ———	Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	<u>N/A</u>	<u>N/A</u>
6.	Repurchase of shares	At price : Stat curr	rency	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>
7.	Redemption of shares	At price : Stat curr	rency	Class of shares redeemed (<i>Note 1</i>) Redemption date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	<u>N/A</u>	<u>N/A</u>
8.	Consideration issue	At price : Stat curr	rency ———	Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /		<u>N/A</u>	<u>N/A</u>

				For Main B	pard and GEM lis	sted 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
			Class of shares issuable (<i>Note 1</i>)		-	
9.	Capital reorganisation	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>)	;	_	
10.	Other	At price : State	- Issue and allotment date : (dd/mm/yyyy)	(/ /)	
			EGM approval date: (dd/mm/yyyy)	(/ /) <u>N/A</u>	<u>N/A</u>
				Ordinary sh reference sh (Other c	ares) 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 Issued Share Capital").)				

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