

# Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : <u>31/07/2016</u>

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	China Innovative Finance Group Limited
Date Submitted	04/08/2016

## I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : $412$ Descr	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> Descr	iption : <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>		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 : $\underline{N/A}$ Described Description $\underline{N/A}$	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	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>

#### 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)	<u>N/A</u>		N/A
Balance at close of the month	N/A	N/A	N/A

Total authorised share capital at the end of the month (*State currency*) :

# II. Movements in Issued Share Capital

	No. of ordin	ary 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	N/A	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	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 SGM					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		Movement du	uring the month		thereto	as at close of the month
(dd/mm/yyyy) and class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Date of grant:	Nil	Nil	Nil	Nil	Nil	169,400,000
(05 / 12 / 2014)	1 (11	1 (11		1,11		10,,.00,000
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	inary shares)	Nil	
				ence shares)	N/A	
				(Other class)	N/A	
Total funds raised durin		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	during th	ne at close of the	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. N/A					
( / / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)		 - -			
(dd/mm/yyyy)	( / / )	-			
2. N/A					
( / / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)		 - -			
(dd/mm/yyyy) 3. N/A	( / / )	-			
( / / ) Stock code (if listed) Class of shares issuable (Note 1)		 -			
Subscription price EGM approval date		-			
(if applicable) (dd/mm/yyyy)	( / / )	_			
4. N/A					
					<u> </u>
( / / ) Stock code (if listed) Class of shares issuable (Note 1)		-			
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / / )	-			
	Tota		rdinary shares)	N/A	
			(Other class)	N/A	

Convertibles (i.e. Convertible into Shares of the Issuer which are to	o be Listed)
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Convertibles (i.e. Convertible into		Amount at close of preceding 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)	N/A					. <u> </u>
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					
Conversion price	HK\$0.72					
AGM approval date						
(if applicable) (dd/mm/yyyy)	(18/09/2015)					
3. Convertible bonds	(18/09/2013)					
	-					
Issue date : (31/12/2015)	-					
Interest: 7% per annum	-	40.000.000	N 711	10,000,000		100 000 000
Maturity Date: (30/12/2017)		40,000,000	Nil	40,000,000	Nil	433,333,333
Stock code (if listed)	N/A					
Class of shares issuable ( <i>Note 1</i> )	Ordinary shares					
Conversion price	HK\$0.72					
AGM approval date	Π <b>Κ</b> φ0.72					
(if applicable)						
(dd/mm/yyyy)	(18/09/2015)					
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. (Ordin		Nil	-
				ence shares)	N/A	-
			()	Other 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)

Full particulars including SGM approval date (dd/mm/yyyy),	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
if applicable, and class of shares issuable:1.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		390,606,061
HK\$0.66 as consideration for the acquisition.		(1st Additional Consideration
For details, please refer to the Company's announcement dated	-	Shares)
10 April 2015 and circular dated 30 July 2015.	-	
approved at the SGM on (18 / 08 / 2015)	-	781,212,121
		(2nd Additional Consideration
ordinary shares (Note 1)		Shares)
2. <u>N/A</u>	-	
· · · · · · · · · · · · · · · · · · ·	-	
	-	
shares (Note 1)		
3. <u>N/A</u>	-	
	-	
( / / )		
shares (Note 1)		
Total D. (Ordinary shares)	Nil	
Total D. (Ordinary shares) (Preference shares)	N11 N/A	
(Other class)	N/A	

	Type of Issue	ssued 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 month
			Class of shares issuable				
1.	Rights issue	At price : State	( <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>
			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	<u>N/A</u>
			Class of shares issuable ( <i>Note 1</i> )				
3.	Placing	At price : State	Issue and allotment	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	<u>N/A</u>	<u>N/A</u>
			Class of shares issuable ( <i>Note 1</i> )				
4.	Bonus 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>

	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> )			
5.	Scrip dividend	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / / )		
			EGM approval date: (dd/mm/yyyy)	( / / )	<u>N/A</u>	N/A
			Class of shares repurchased ( <i>Note 1</i> )	<u>Ordinary</u>		
6.	Repurchase of shares	At price : $\frac{\text{State}}{\text{currency}} \frac{\text{Nil}}{\text{Vil}}$	Cancellation date : (dd/mm/yyyy)	(//)		
			SGM approval date: (dd/mm/yyyy)	(14/06/2016)	N/A	(121,799,905)
			Class of shares redeemed ( <i>Note 1</i> )			
7.	Redemption of shares	At price : State	Redemption date : (dd/mm/yyyy)	( / / )		
			EGM approval date: (dd/mm/yyyy)	( / / )	N/A	<u>N/A</u>
			Class of shares issuable (Note 1)			
8.	Consideration issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / / )		
			EGM approval date: (dd/mm/yyyy)	(//)	<u>N/A</u>	N/A

	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)	(//)		
					N/A	N/A
			Class of shares issuable ( <i>Note 1</i> )			
10.	Other	At price : State currency	— Issue and allotment date : (dd/mm/yyyy)	( / / )		
			EGM approval date: (dd/mm/yyyy)	(//)	N/A	N/A
				Ordinary share eference share		-
				(Other clas		-

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):

Submitted by: <u>Lau Yau Chuen Louis</u>

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.