

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : <u>31/03/2017</u>

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	China Innovative Finance Group Limited
Date Submitted	07/04/2017

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>412</u> 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> Description : <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	19,188,648,437	N/A	N/A	N/A
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A
Balance at close of the month	19,188,648,437	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	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
1. N/A					
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price SGM approval date					
(if applicable) (dd/mm/yyyy)	(/ /)				
2. N/A					
(/ /) Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price SGM approval date (if applicable) (dd/mm/yyyy) 3. N/A	(/ /)				
(/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>)					
Subscription price SGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
4. N/A					
(/ /) Stock code (if listed) Class of shares	· ·				
issuable (<i>Note 1</i>) Subscription price SGM approval date (if applicable)					
(dd/mm/yyyy)	(/ /) Tota		ary shares)		
			nce shares) Other class)	N/A N/A	

Convertibles (i.e. Convertible into Shares of the Issuer which are to	o be Listed)
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Class and description		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					
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	(10/0)/2013)					
<u>Issue date : (24/12/2015)</u>	-					
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)	<u> </u>	40,000,000		40,000,000	1111	455,555,555
Class of shares	14/24					
issuable (Note 1)	Ordinary shares					
Conversion price	HK\$0.72					
AGM approval date						
(if applicable)						
(dd/mm/yyyy)	(18 / 09 / 2015)					
3. Convertible bonds						
Issue date : (16/08/2016)						
Interest: 8% per annum						
Maturity Date: (15/08/2018)	US\$	10,000,000	Nil	10,000,000	Nil	108,333,333
Stock code (if listed)	N/A					
Class of shares						
issuable (<i>Note 1</i>) Conversion price	Ordinary shares HK\$0.72					
AGM approval date	ΠΚφ0.72					
(if applicable)						
(dd/mm/yyyy)	(19 / 09 / 2016)					
4. N/A	<u> </u>					
	-					
	-					
	-					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
AGM approval date						
(if applicable)						
(dd/mm/yyyy)			Total C (Or	linary shares)	Nil	
				erence shares)	N/A	-
				(Other class)	N/A N/A	-
				(s s	± v, ± ±	-

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 of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
Full particulars including SGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	thereto	as at close of the month
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		
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.		
approved at the SGM on (18 / 08 / 2015) ordinary shares (Note 1)	-	781,212,121 (2nd Additional Consideration Shares)
2. <u>N/A</u>		
(/ /) shares (Note 1)		
3. <u>N/A</u>		
(/ /) shares (Note 1)	-	
Total D. (Ordinary shares) (Preference shares) (Other class)	Nil N/A N/A	

1. Rights issue At price : State currency Issue and allotment date : (dd/mn/yyyy) $(/ / /)$ SGM approval date: (dd/mn/yyyy) $(/ / /)$ N/A N/A 2. Open offer At price : State currency Issue and allotment date : (dd/mn/yyyy) $(/ / /)$ 3. Placing At price : State currency Issue and allotment date : (dd/mn/yyyy) $(/ / /)$ 3. Placing At price : State currency Issue and allotment date : (dd/mn/yyyy) $(/ / /)$ SGM approval date: (dd/mn/yyyy) $(/ / /)$ N/A N/A 4. Bonus issue At price : State currency Issue and allotment date : (dd/mn/yyyy) $(/ / /)$ 4. Bonus issue At price : State currency Issue and allotment date : (dd/mn/yyyy) $(/ / /)$ 4. Bonus issue At price : State currency Issue and allotment date : (dd/mn/yyyy) $(/ /)$ At price : State currency Issue and allotment date : (dd/mn/yyyy) $(/ /)$ N/A N/A N/A Issue and allotment date : (dd/mn/yyyy) $(/ /)$ 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
SGM approval date: (1 / /) SGM approval date: (1 / /) N/A N/A $Class of shares issuable (Note 1) Suse and allotment date: (dd/mn/yyyy) (1 / /) SGM approval date: (1 / /) N/A N/A$ $Class of shares issuable (Mote 1) SGM approval date: (1 / /) N/A N/A$ $Class of shares issuable (Note 1) Suse and allotment date: (dd/mn/yyyy) (1 / /) SGM approval date: (1 / /) N/A N/A$ $Class of shares issuable (Note 1) SGM approval date: (1 / /) N/A N/A N/A$ $Class of shares issuable (Mote 1) SGM approval date: (1 / /) SGM approval dat$								
(dd/mm/yyyy) (/ / /) $N/A N/A$ N/A $N/A N/A$ $N/A N/A$ $(A price : State currency - Class of shares issuable (/// /))$ $SGM approval date: (dd/mm/yyyy) (/ /)$ $N/A N/A$ $N/A N/A$ $(dd/mm/yyyy) (/ /)$ $N/A N/A N/A$ $(dd/mm/yyyy) (/ /)$ $SGM approval date: (//)$ $SGM approval date: (//)$ $SGM approval date: (//)$ $(dd/mm/yyyy) (/ /)$ $N/A N/A$ $N/A N/A$ $(dd/mm/yyyy) (/ /)$ $N/A N/A$ $(dd/mm/yyyy) (/ /)$ $SGM approval date: (//)$ $(/ /)$ $N/A N/A$ $(dd/mm/yyyy) (/ /)$ $SGM approval date: (//)$ $(/ /)$ $SGM approval date: (//)$	1.	Rights issue	At price : State		(/ /)		
2. Open offer At price : $\frac{\text{State}}{\text{currency}}$ Issue and allotment date : $(dd/mm/yyyy)$ (/ /) SGM approval date: $(dd/mm/yyyy)$ (/ /) N/A N/A 3. Placing At price : $\frac{\text{State}}{\text{currency}}$ Class of shares issuable (Note 1)				SGM approval date:	(/ /)	N/A	N/A
2. Open offer At price : $\frac{\text{State}}{\text{currency}}$ Issue and allotment date : $(dd/mm/yyyy)$ (/ /) SGM approval date: $(dd/mm/yyyy)$ (/ /) N/A N/A 3. Placing At price : $\frac{\text{State}}{\text{currency}}$ Class of shares issuable (Note 1)								
$\begin{array}{c} \text{Class of shares issuable} \\ \text{Class of shares issuable} \\$								
(dd/mm/yyyy) ((/ /)) $N/A N/A$ $N/A N/A$ $(dd/mm/yyyy) (/ /))$ $State (Note 1)$ $Issue and allotment (date : (dd/mm/yyyy) (/ /))$ $SGM approval date: (dd/mm/yyyy) (/ /))$ $N/A N/A$ $N/A N/A$ $N/A N/A$ $(Note 1)$ $N/A N/A$ $N/A N/A$ $SGM approval date: (dd/mm/yyyy) (/ /))$ $SGM approval date: (dd/mm/yyyy) (/ /))$ $SGM approval date: (dd/mm/yyyy) (/ /))$ $SGM approval date: (dd/mm/yyyy) (/ /))$	2.	Open offer	At price : State		(/ /)		
3. Placing At price : $\frac{State}{currency}$ (Note 1) 3. Placing At price : $\frac{State}{currency}$ Issue and allotment date : (dd/mm/yyyy) (/ /) SGM approval date: (dd/mm/yyyy) (/ /) N/A N/A 4. Bonus issue At price : $\frac{State}{currency}$ Class of shares issuable (Note 1)					(/ /)	<u>N/A</u>	N/A
3. Placing At price : $\frac{State}{currency}$ (Note 1) 3. Placing At price : $\frac{State}{currency}$ Issue and allotment date : $(dd/mm/yyyy)$ (/ /) SGM approval date: $(dd/mm/yyyy)$ (/ /) N/A N/A 4. Bonus issue At price : $\frac{State}{currency}$ Class of shares issuable (Note 1)								
SGM approval date: (d/mm/yyyy) (/ /) $N/A N/A$ $N/A N/A$ N/A $N/A N/A$ $(Mote 1)$ $Issue and allotment date : (d/mm/yyyy) (/ /) $ $SGM approval date: (d/mm/yyyy) (/ /)$								
$(dd/mm/yyyy) ((/ /)) $ $\underline{N/A} N/A$ $\underline{N/A} N/A$ $4. \text{ Bonus issue} \text{ At price : } State \\ currency \\ SGM approval date: \\ (dd/mm/yyyy) (/ /) \\ SGM approval date: \\ (dd/mm/yyyy) (/ /) \\ \end{array}$	3.	Placing	At price : State		(/ /)		
4. Bonus issue At price : State currency (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) SGM approval date: (dd/mm/yyyy) (/ /)					(/ /)	<u>N/A</u>	N/A
4. Bonus issue At price : State currency (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) SGM approval date: (dd/mm/yyyy) (/ /)								
4. Bonus issue At price : currency date : (dd/mm/yyyy) (/ /) SGM approval date: (dd/mm/yyyy) (/ /)								
(dd/mm/yyyy) (/ /)	4.	Bonus issue			(/ /)		
<u>N/A</u> <u>N/A</u>					(/ /)		
							N/A	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>)				
5.	Scrip dividend		State currency ———	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				SGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
				Class of shares repurchased (<i>Note 1</i>)				
6.	Repurchase of shares		State	Cancellation date : (dd/mm/yyyy)	(/ /)		
				SGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
				Class of shares redeemed (<i>Note 1</i>)				
7.	Redemption of shares	At price :	State	Redemption date : (dd/mm/yyyy)	(/ /)		
				SGM approval date: (dd/mm/yyyy)	(/ /)	<u>N/A</u>	N/A
				Class of shares issuable (Note 1)				
8.	Consideration issue		State currency ———	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				SGM 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
9.	Capital reorganisation	At price : State	SGM approval date:	· / /)		
			(dd/mm/yyyy)	,	<u>N/A</u>	<u>N/A</u>
10.	Other	At price : State	SGM approval date:	//)	N/A	N/A
			Total E. (Ord	dinary share erence share (Other cla	es) N/A	<u>N/A</u>

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.