## **Next Day Disclosure Return**

(Equity issuer - changes in issued share capital and/or share buybacks)

Name of listed issuer: Yunfeng Financial Group Limited

Stock code: <u>376</u> Date submitted: <u>16/11/2018</u>

Section I must be completed by a listed issuer where there has been a change in its issued share capital which is discloseable pursuant to rule 13.25A of the Rules (the "Listing Rules") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Exchange").

Section II must also be completed by a listed issuer where it has made a repurchase of shares which is discloseable under rule 10.06(4)(a).

## **Description of securities: Ordinary Shares**

I.									
Issues of shares (Notes 6 and 7)	No. of shares	Issued shares as a % of existing number of issued shares before relevant share issue (Notes 4, 6 and 7)	Issue price per share (Notes 1 and 7)	Closing market price per share of the immediately preceding business day (Note 5)	% discount/ premium of issue price to market price (Note 7)				
Opening balance as at ( <i>Note 2</i> ) 31/10/2018	2,423,326,394								
(Note 3) Issue of Consideration Shares to MassMutual International LLC pursuant to the Share Purchase Agreement dated 17 August 2017 in relation to the acquisition of MassMutual Asia Limited	800,000,000	33.01%	HK\$6.50	HK\$5.88	10.54%				
Share repurchases	N/A	N/A							
Closing balance as at ( <i>Note 8</i> ) 16/11/2018	3,223,326,394								

## *Notes to Section I:*

- 1. Where shares have been issued at more than one issue price per share, a weighted average issue price per share should be given.
- 2. Please insert the closing balance date of the last Next Day Disclosure Return published pursuant to rule 13.25A or Monthly Return pursuant to rule 13.25B, whichever is the later.
- 3. Please set out all changes in issued share capital requiring disclosure pursuant to rule 13.25A together with the relevant dates of issue. Each category will need to be disclosed individually with sufficient information to enable the user to identify the relevant category in the listed issuer's Monthly Return. For example, multiple issues of shares as a result of multiple exercises of share options under the same options under the same convertible note must be aggregated and disclosed as one category. However, if the issues resulted from exercises of share options under 2 share option schemes or conversions of 2 convertible notes, these must be disclosed as 2 separate categories.
- 4. The percentage change in the number of issued shares of listed issuer is to be calculated by reference to the listed issuer's total number of shares in issue (excluding for such purpose any shares repurchased or redeemed but not yet cancelled) as it was immediately before the earliest relevant event which has not been disclosed in a Monthly Return or Next Day Disclosure Return.
- 5. Where trading in the shares of the listed issuer has been suspended, "closing market price per share of the immediately preceding business day" should be construed as "closing market price per share of the business day on which the shares were last traded".
- 6. *In the context of a repurchase of shares:* 
  - "issues of shares" should be construed as "repurchases of shares"; and
  - "issued shares as a % of existing number of shares before relevant share issue" should be construed as "repurchased shares as a % of existing number of shares before relevant share repurchase".
- 7. *In the context of a redemption of shares:* 
  - "issues of shares" should be construed as "redemptions of shares";
  - "issued shares as a % of existing number of shares before relevant share issue" should be construed as "redeemed shares as a % of existing number of shares before relevant share redemption"; and
  - "issue price per share" should be construed as "redemption price per share".
- 8. The closing balance date is the date of the last relevant event being disclosed.

II.							
A.	Purchase report						
Tradi date		Method of purchase (Note)	Price per share or highest price paid \$	Lowest price paid \$	Total paid \$		
	N/A	N/A		-	N/A		
Total	N/A		-		N/A		
B.	Additional information for	issuer whose primary listing is on t	he Exchange				
1.	Number of such securities presolution)	(a)	N/A				
2.	% of number of shares in is since date of resolution	sue at time ordinary resolution pass	sed acquired on the Exchange			N/A	%
		( (a) x 100 ) Number of shares in issue					
materia	al changes to the particulars	contained in the Explanatory Stater	re made on the Exchange were made ment dated <u>N/A</u> which has made in accordance with the domesti	been filed with the Exchange. V	We also confirm the	hat any pur	
Note to	Section II: Please state	whether on the Exchange, on another	stock exchange (stating the name of the	exchange), by private arrangemen	t or by general offer	r.	
	Submitted by:	Chan Man Ko					
	(Name)						
		ompany Secretary or other duly authorised officer)					