

**Monthly Return of Equity Issuer on Movements in Securities**

For the month ended  
(dd/mm/yyyy) :

31/01/2019

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer CIFI Holdings (Group) Co. Ltd.

Date Submitted 11/02/2019

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 884 Description : \_\_\_\_\_

	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<u>10,000,000,000</u>	<u>HK\$0.1</u>	<u>HK\$1,000,000,000</u>
Increase/(decrease)	<u>Nil</u>		<u>Nil</u>
Balance at close of the month	<u>10,000,000,000</u>	<u>HK\$0.1</u>	<u>HK\$1,000,000,000</u>

(2) Stock code : N/A Description : \_\_\_\_\_

	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____



### 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 (dd/mm/yyyy) and class of shares issuable	Movement during 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
	Granted	Exercised	Cancelled	Lapsed		
<u>1. Share Option Scheme adopted on 09/10/2012 granted on 13/07/2015</u> <u>Exercise price: HK\$1.77 (09/10/2012)</u> <u>Ordinary shares (Note 1)</u>	Nil	1,440,000	Nil	Nil	1,440,000	38,610,000
<u>2. Share Option Scheme adopted on 09/10/2012 granted on 20/01/2016</u> <u>Exercise price: HK\$1.478 (09/10/2012)</u> <u>Ordinary shares (Note 1)</u>	Nil	1,260,000	Nil	Nil	1,260,000	68,749,000



Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of 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. <u>N/A</u>						
( / / ) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )						
2. <u>N/A</u>						
( / / ) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )						
3. <u>N/A</u>						
( / / ) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )						
4. <u>N/A</u>						
( / / ) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )						
				Total B.	(Ordinary shares) <u>N/A</u>	
					(Preference shares) <u>N/A</u>	
					(Other class) <u>N/A</u>	

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 bond	HK\$	1,028,000,000	Nil	1,028,000,000	Nil	115,505,617 (see remark)
Stock code (if listed)	Nil					
Class of shares issuable (Note 1)	Ordinary shares					
Subscription price	HK\$8.90					
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						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
				Total C. (Ordinary shares)	N/A	
				(Preference shares)	N/A	
				(Other class)	N/A	



Other 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 month
Type of Issue							
1.	Rights issue	At price :	State currency _____	Class of shares issuable ( <i>Note 1</i> )	N/A		
				Issue and allotment date : (dd/mm/yyyy)	( / / )		
				EGM approval date: (dd/mm/yyyy)	( / / )		
2.	Open offer	At price :	State currency _____	Class of shares issuable ( <i>Note 1</i> )	N/A		
				Issue and allotment date : (dd/mm/yyyy)	( / / )		
				EGM approval date: (dd/mm/yyyy)	( / / )		
3.	Placing	At price :	State currency _____	Class of shares issuable ( <i>Note 1</i> )	N/A		
				Issue and allotment date : (dd/mm/yyyy)	( / / )		
				EGM approval date: (dd/mm/yyyy)	( / / )		
4.	Bonus issue			Class of shares issuable ( <i>Note 1</i> )	N/A		
				Issue and allotment date : (dd/mm/yyyy)	( / / )		
				EGM approval date: (dd/mm/yyyy)	( / / )		
5.	Scrip dividend	At price :	State currency _____	Class of shares issuable ( <i>Note 1</i> )	N/A		
				Issue and allotment date : (dd/mm/yyyy)	( / / )		
				AGM approval date: (dd/mm/yyyy)	( / / )		



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
6.	Repurchase of shares		Class of shares repurchased ( <i>Note 1</i> ) <u>          </u> <b>N/A</b> Cancellation date : (dd/mm/yyyy) ( / / ) AGM approval date: (dd/mm/yyyy) ( / / )		
7.	Redemption of shares		Class of shares redeemed ( <i>Note 1</i> ) <u>          </u> <b>N/A</b> Redemption date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )		
8.	Consideration issue	At price : State currency <u>          </u>	Class of shares issuable ( <i>Note 1</i> ) <u>          </u> <b>N/A</b> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )		
9.	Capital reorganisation		Class of shares issuable ( <i>Note 1</i> ) <u>          </u> <b>N/A</b> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )		
10.	Other (Please specify)	At price : State currency <u>          </u>	Class of shares issuable ( <i>Note 1</i> ) <u>          </u> <b>N/A</b> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )		
				Total E. (Ordinary shares)	<u>          </u> <b>N/A</b>
				(Preference shares)	<u>          </u> <b>N/A</b>
				(Other class)	<u>          </u> <b>N/A</b>

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	<b>2,700,000</b>
	(2)	<b>N/A</b>
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		<b>N/A</b>
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		<b>N/A</b>
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>		

Remarks (if any):

As announced by the Company on 1 February 2019, the Company received a conversion notice from a Bondholder on 28 January 2019 in respect of the partial conversion of the Bonds in the principal amount of HK\$4,000,000. Accordingly, 449,438 new shares would be allotted and issued to relevant bondholder on 1 February 2019 at the Conversion Price of HK\$8.90 per Share. Immediately after such conversion, the aggregate outstanding principal amount of the Bonds held by the Bondholder would be decreased to HK\$1,024,000,000.

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Submitted by: LO Tai On

Title: Company Secretary  
(Director, Secretary or other duly authorised officer)

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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.*