HKEX 香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	31/03/2019

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	China Success Finance Group Holdings Limited
Date Submitted	04/04/2019

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>03623</u> Descripti		on :	Ordinary shares	5	
			No. of ordinary shares	Par value (HK\$)	Authorised share capital (<i>HK\$</i>)
Balance at close of pr	receding mo	nth _	800,000,000	0.01	8,000,000.00
Increase/(decrease)		-	Nil	_	Nil
Balance at close of th	e month	-	800,000,000	0.01	8,000,000.00
(2) Stock code :	N/A	Descripti	on :	N/A	
			No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of pr	receding mo	nth			
Increase/(decrease)		-		_	
Balance at close of th	e month	-			

2. Preference Shares

Stock code :	N/A	Description :		N/A	
		No.	of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of p	receding mont	h			
Increase/(decrease)				-	
Balance at close of th	he month				

3. Other Classes of Shares

Stock code :	<u>N/A</u> Description		n :		
		Ň	lo. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of p	preceding mor	nth			
Increase/(decrease)		_		-	
Balance at close of t	he month			<u> </u>	

Total authorised share capital at the end of the month (HK\$):

8,000,000.00

II. Movements in Issued Share Capital

	No. of ordin	No. of ordinary shares		No. of other classes	
	(1)	(2)	No of preference shares	of shares	
Balance at close of preceding month	524,635,000	N/A	N/A	N/A	
Increase/ (decrease) during the month	<u>N/A</u>	N/A	N/A	N/A	
Balance at close of the month	524,635,000	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 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		Movement du	ring the month		thereto	as at close of the month
(dd/mm/yyyy) and - class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Pre-IPO	Granted	Exerciseu	Cancelled	Lapsed		
share option						
scheme						
adopted on						
(18/10/ 2013)						
Ordinary						
shares	N/A	N/A	N/A	N/A	N/A	6,498,000
(Note 1)	<u> </u>		·		<u> </u>	
(110101)						
2. Post-IPO						
share option						
scheme						
adopted on						
(18/10/2013)						
Ordinary	NT / A	NT / A	27/4	NT / A	27/4	
shares	N/A	N/A	N/A	N/A	N/A	N/A
(Note 1)						
3.						
(/ /)						
shares						
(Note 1)						
			Total A. (Ordi		N/A	
				ence shares)	N/A	
				Other class)	N/A	
Total funds raised dur		n from exercise	of			
options (State currenc	y)			N/A		

Warrants to Issue Shares of the Iss Description of warrants (Date of expiry - dd/mm/yyyy)		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
<u>1. N/A</u>	-					
(/ /) Stock code (if listed) Class of shares	N/A	<u>N/A</u>	N/A	<u>N/A</u>	N/A	N/A
issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 2.	(/ /)				
(/ /) Stock code (if listed) Class of shares						
issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3.	(/ /)				
(/ /) Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4.	(/ /)				
(/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)	al B. (Ord	linary shares)	N/A	
			(Prefe	rence shares) (Other class)	N/A N/A	

Convertibles (i.e. Convertible	le into Shares of the	Issuer which are to	o 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. Issue of Convertible						
Bonds under General						
Mandate on 1 February						
2018	HK\$	84,000,000	0	84,000,000	0	77,064,200
Stock code (if listed)	<u> </u>	01,000,000	0	01,000,000	0	
Class of shares						
issuable (Note 1)	Ordinary					
Subscription price	HK\$1.09 per share	<u>.</u>				
EGM approval date (if applicable)						
(dd/mm/yyyy))	(/ /))				
2.		, <u> </u>				
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	()	1				
3.		<u> </u>				
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /	1				
4.		·				
Stock code (if listed)					· · · · · · · · · · · · · · · · · · ·	
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)	1				
(dd, mill yyyy)		<u> </u>	Total C. (Ordi	inary shares)	N/A	
				ence shares)	N/A	-
			((Other class)	N/A	_

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
1. N/A		
	-	
	-	
shares (Note 1)		
2. <u>N/A</u>	-	
	_	
shares (Note 1)		
3N/A		
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A 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)

		1 Issued Share					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			Class of shares issuable				monui
			_	(Note 1)		`		
1.	Rights issue	At price :	State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
							<u>N/A</u>	N/A
				Class of shares issuable				
2.	Open offer	At price :	State	(<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			5	EGM approval date:	(/ /)		
				(dd/mm/yyyy)			N/A	N/A
				Class of shares issuable (<i>Note 1</i>)				
3.	Placing	At price :	State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date:	(/ /)		
				(dd/mm/yyyy)			N/A	N/A
				Class of shares issuable				
4.	Bonus issue			(<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		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				
				(Note 1)				
5.	Scrip dividend	At price :	State currency —	Issue and allotment date : (dd/mm/yyyy)	(/ /			
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
				Class of shares repurchased (Note 1)				
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
								11/11
				Class of shares redeemed (<i>Note 1</i>)				
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/ /)		
				EGM approval date:	(/ /)		
				(dd/mm/yyyy)			N/A	N/A
				Class of shares issuable (<i>Note 1</i>)				
8.	Consideration issue	At price :	State	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
9.	Capital reorganisation		Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /) (/ /)	N/A	N/A
10.	Other (Partial exercise of Over-allotment At price : Option)	State	Class of shares issuable (<i>Note 1</i>) – Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	Ordinary (/ /) (/ /)	N/A	<u>N/A</u>
				Drdinary shar eference shar (Other cla	res) N/A	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	N/A		
	(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").)				

IV. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under rule 13.25A, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:

(*Note 2*)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;
- (iv) all the securities of each class are in all respects identical (*Note 3*);
- (v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with

the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;

- (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
- (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
- (viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Remarks (if any):

Submitted by: Mr. Li Bin

 Title:
 Chief Executive Officer and Executive Director (Director, Secretary or other duly authorised officer)

Notes:

1. State the class of shares (e.g. ordinary, preference or other).

- 2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under rule 13.25A in relation to the securities issued, no further confirmation is required to be made in this return.
- *3. "Identical" means in this context:*
 - the securities are of the same nominal value with the same amount called up or paid up;
 - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
- 4. If there is insufficient space, please append the prescribed continuation sheet.