



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31 August 2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer China Resources and Transportation Group Limited

Date Submitted 1 September 2017

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 269 Description : Ordinary Shares

	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	<u>20,000,000,000</u>	<u>0.20</u>	<u>4,000,000,000</u>
Increase/(decrease)	<u> </u>		<u> </u>
Balance at close of the month	<u>20,000,000,000</u>	<u>0.20</u>	<u>4,000,000,000</u>

(2) Stock code : Description :

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

2. Preference Shares

Stock code :	_____	Description :	_____
	No. of preference shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

3. Other Classes of Shares

Stock code :	_____	Description :	_____
	No. of other classes of shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

Total authorised share capital at the end of the month (*HK\$*) : **4,000,000,000**

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding month	7,442,395,970	-	-	-
Increase/ (decrease) during the month	-	-	-	-
Balance at close of the month	7,442,395,970	-	-	-

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		
1. Share	Nil	Nil	Nil	Nil	Nil	37,833,324
Option Scheme adopted on (16/7/2004) ordinary shares (Note 1)						
2. Share	Nil	Nil	Nil	Nil	Nil	Nil
Option Scheme adopted on (28/08/2014) ordinary shares (Note 1)						
3.						
(/ /) shares (Note 1)						
Total A. (Ordinary shares)				Nil		
(Preference shares)				N/A		
(Other class)				N/A		
Total funds raised during the month from exercise of options (State currency)	Nil					

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. _____ _____ _____	_____	_____	_____	_____	_____	_____
(/ /) Stock code (if listed) _____ Class of shares _____ 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 (<i>Note 1</i>) _____ 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) _____ (/ /)						
Total B. (Ordinary shares) _____ (Preference shares) _____ (Other class) _____					N/A N/A N/A	

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. HKD\$800 million						
Convertible Bonds issued to China Life Insurance						
(Overseas) Company Limited	HK\$	800 million	Nil	800 million	Nil	Nil
Stock code (if listed)	N/A					
Class of shares issuable (<i>Note 1</i>)	Ordinary					
Subscription price	HK\$1.07					
EGM approval date (dd/mm/yyyy)	(28/01/2015)					
2. HKD\$32 million						
Convertible Bonds issued to Cross-Strait Capital						
Limited	HK\$	32 million	Nil	32 million	Nil	Nil
Stock code (if listed)	N/A					
Class of shares issuable (<i>Note 1</i>)	Ordinary					
Subscription price	HK\$1.07					
EGM approval date (dd/mm/yyyy)	(28/01/2015)					
3. HKD\$700 million						
Convertible Bonds issued to Strait CRTG Fund,						
L.P.	HK\$	700 million	Nil	700 million	Nil	Nil
Stock code (if listed)	N/A					
Class of shares issuable (<i>Note 1</i>)	Ordinary					
Subscription price	HK\$0.20					
EGM approval date (dd/mm/yyyy)	(19/07/2016)					
4. HKD\$800 million						
Convertible Bonds issued to Strait Capital Service						
Limited	HK\$	800 million	Nil	800 million	Nil	Nil
Stock code (if listed)	N/A					
Class of shares issuable (<i>Note 1</i>)	Ordinary					
Subscription price	HK\$0.20					
EGM approval date (dd/mm/yyyy)	(08/09/2016)					
5. HKD\$700 million						
Convertible Bonds issued to China Life Insurance						
(Overseas) Company Limited	HK\$	700 million	Nil	700 million	Nil	Nil
Stock code (if listed)	N/A					
Class of shares issuable (<i>Note 1</i>)	Ordinary					
Subscription price	HK\$0.20					
EGM approval date (dd/mm/yyyy)	(23/12/2016)					

6.			
	HK\$		
Stock code (if listed)			
Class of shares			
issuable (<i>Note 1</i>)			
Subscription price			
EGM approval date			
(dd/mm/yyyy)			
		Total C. (Ordinary shares)	Nil
		(Preference 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 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. A) The Sale and Purchase Agreement On 11 July 2017, the Company entered into a sale and purchase agreement with 中信資產管理有限公司(CITIC Asset Management Corporation Ltd.*) and 10 other vendors (together, the “Vendors”), pursuant to which the Company has conditionally agreed to acquire from the Vendors the right and power to control over, and the right to enjoy the economic benefits in, the pawn loan business operated by 中安信邦資產管理有限公司 (ZhongAn XinBang Asset Management Corporation Ltd*) (the “Target Company”) and its subsidiaries and branch companies through structured contracts (the “Acquisition”). The consideration for the Acquisition is HK\$3,281,768,760 and will be satisfied by the allotment and issue of 14,268,559,826 new Shares (the “Consideration Shares”) at the issue price of HK\$0.23 per Share (the “Issue Price”) to the Vendors and/or their nominee(s). The Consideration Shares will be allotted and issued at the completion of the Acquisition under the specific mandate proposed at the extraordinary general meeting (the “EGM”). B) The Subscription Agreement On 11 July 2017, the Company and 5 subscribers (the “Subscribers”) entered into a subscription agreement (the “Subscription Agreement”), pursuant to which the Subscribers have conditionally agreed to subscribe for (on a several but not joint basis) 3,521,738,478 new Shares (the “Subscription Shares”) at the Issue Price of HK\$0.23 per Share for an aggregate consideration of HK\$809,999,850 (the “Subscription”). The Subscription Shares will be allotted and issued under the specific mandate proposed at the EGM. C) The Proposed Placing The Company intends to place 3,478,260,869 new Shares (the “Placing Shares”) under a specific mandate proposed at the EGM to investors who are independent third parties and not acting in concert with the Vendors at the Issue Price of HK\$0.23 per Share (the “Placing”). The aggregate gross proceeds from the Placing would amount to approximately HK\$800,000,000. Further details about the Placing will be contained in the announcement to be issued by the Company upon the signing of the placing agreement. The Consideration Shares, the Subscription Shares and the Placing Shares will rank equally among themselves and pari passu in all respects with all other shares of the Company in issue on the date of their allotment and issue. Completion of the Acquisition, the completion of the Subscription and the completion of the Placing would be inter-conditional. The completion of the Placing would be conditional upon all the conditions precedent in relation to the Acquisition and the Subscription having been fulfilled or otherwise waived. Further details on the Acquisition, the Subscription and the Placing are disclosed in the announcement of the Company dated 1 August 2017.		
(/ /) shares (Note 1)		

For Main Board and GEM listed issuers

2.		
	(/ /)	
	shares (Note 1)	
3.		
	(/ /)	
	shares (Note 1)	
	Total D. (Ordinary shares)	Nil
	(Preference shares)	N/A
	(Other class)	N/A

Other Movements in Issued Share Capital

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

5. Scrip dividend	At price : State currency _____	Class of shares issuable (<i>Note 1</i>) _____	Issue and allotment date : (dd/mm/yyyy) (/ /)	EGM approval date: (dd/mm/yyyy) (/ /)	N/A
6. Repurchase of shares		Class of shares repurchased (<i>Note 1</i>) _____	Cancellation date : (dd/mm/yyyy) (/ /)	EGM approval date: (dd/mm/yyyy) (/ /)	N/A
7. Redemption of shares		Class of shares redeemed (<i>Note 1</i>) _____	Redemption date : (dd/mm/yyyy) (/ /)	EGM approval date: (dd/mm/yyyy) (/ /)	N/A
8. Consideration issue	At price : State currency _____	Class of shares issuable (<i>Note 1</i>) _____	Issue and allotment date : (dd/mm/yyyy) (/ /)	AGM approval date: (dd/mm/yyyy) (/ /)	N/A
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

		Class of shares _____ issuable (<i>Note 1</i>)
10. Other (Subscription)	At price : State currency _____	Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) (/ /) _____ <u>N/A</u>
		Total E. (Ordinary shares) _____ Nil (Preference shares) _____ N/A (Other class) _____ N/A

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
<i>(These figures should be the same as the relevant figures under II above (“Movements in Issued Share Capital”).)</i>		

Remarks (if any):

[illegible]Submitted by: Tsang Kam Ching, David

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

**for identification purposes only*

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.*