



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

For the month ended (dd/mm/yyyy) : 31 May 2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer China Resources and Transportation Group Limited

Date Submitted 1 June 2018

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code : 269 Description : Ordinary Shares

|                                     | No. of ordinary<br>shares | Par value<br>(HK\$) | Authorised share<br>capital<br>(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<br>shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
|-------------------------------------|---------------------------|----------------------------------|-------------------------------------------------|
| Balance at close of preceding month | _____                     | _____                            | _____                                           |
| Increase/(decrease)                 | _____                     |                                  | _____                                           |
| Balance at close of the month       | _____                     | _____                            | _____                                           |

## 2. Preference Shares

|                                     |                             |                                            |                                                          |
|-------------------------------------|-----------------------------|--------------------------------------------|----------------------------------------------------------|
| Stock code :                        | _____                       | Description :                              | _____                                                    |
|                                     | No. of preference<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <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<br>classes of shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <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                                                                  | 34,833,324                                                                                |
| Option Scheme adopted on (16/7/2004 ) ordinary shares (Note 1)                                           |                           |           |           |        |                                                                      |                                                                                           |
| 2. Share Option Scheme adopted on (28/08/2014 ) ordinary shares (Note 1)                                 | Nil                       | Nil       | Nil       | Nil    | Nil                                                                  | Nil                                                                                       |
| 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<br>(Date of expiry - dd/mm/yyyy)                                                                                                                                                                       | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------|-------------------------------------------------|----------------------------------|-------------------------------------------|----------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|
| 1.<br>_____<br>_____<br>_____                                                                                                                                                                                                  | _____                           | _____                                           | _____                            | _____                                     | _____                                                                                  | _____                                                                                                          |
| (   /   /   )<br>Stock code (if listed) _____<br>Class of shares _____<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date _____<br>(if applicable) _____<br>(dd/mm/yyyy) _____ (   /   /   ) |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| 2.<br>_____<br>_____<br>_____                                                                                                                                                                                                  | _____                           | _____                                           | _____                            | _____                                     | _____                                                                                  | _____                                                                                                          |
| (   /   /   )<br>Stock code (if listed) _____<br>Class of shares _____<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date _____<br>(if applicable) _____<br>(dd/mm/yyyy) _____ (   /   /   ) |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| 3.<br>_____<br>_____<br>_____                                                                                                                                                                                                  | _____                           | _____                                           | _____                            | _____                                     | _____                                                                                  | _____                                                                                                          |
| (   /   /   )<br>Stock code (if listed) _____<br>Class of shares _____<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date _____<br>(if applicable) _____<br>(dd/mm/yyyy) _____ (   /   /   ) |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| 4.<br>_____<br>_____<br>_____                                                                                                                                                                                                  | _____                           | _____                                           | _____                            | _____                                     | _____                                                                                  | _____                                                                                                          |
| (   /   /   )<br>Stock code (if listed) _____<br>Class of shares _____<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date _____<br>(if applicable) _____<br>(dd/mm/yyyy) _____ (   /   /   ) |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Total B.   (Ordinary shares) _____<br>(Preference shares) _____<br>(Other class) _____                                                                                                                                         |                                 |                                                 |                                  |                                           | N/A<br>N/A<br>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 (Note i)                                                                              |
| Stock code (if listed)                             | N/A                            |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable (Note 1)                  | 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 (Note i)                                                                              |
| Stock code (if listed)                             | N/A                            |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable (Note 1)                  | 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 (Note ii)                                                                             |
| Stock code (if listed)                             | N/A                            |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable (Note 1)                  | 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 (Note ii)                                                                             |
| Stock code (if listed)                             | N/A                            |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable (Note 1)                  | 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 (Note ii)                                                                             |
| Stock code (if listed)                             | N/A                            |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable (Note 1)                  | 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 |

## Notes:

- i) The conversion rights attached to the debt securities lapsed after its maturity on 10 February 2016.
- ii) The conversion rights attached to the debt securities lapsed after its maturity on 24 January 2017.

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 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| <p>1. <b>A) The Sale and Purchase Agreement</b></p> <p>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”), its subsidiaries and branch companies through structured contracts (the “Acquisition”).</p> <p>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).</p> <p>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”).</p> <p><b>B) The Subscription Agreement</b></p> <p>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”).</p> <p>The Subscription Shares will be allotted and issued under the specific mandate proposed at the EGM.</p> <p><b>C) The Proposed Placing</b></p> <p>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.</p> <p>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.</p> <p>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.</p> <p>Further details on the Acquisition, the Subscription and the Placing are disclosed in the announcements of the Company dated 1 August 2017, 22 August 2017, 22 September 2017, 20 October 2017, 20 November 2017, 20 December 2017, 22 January 2018, 23 February 2018, 27 February 2018, 23 March 2018, 23 April 2018 and 24 May 2018.</p> |                                                                      |                                                                                           |

|    |                               |     |
|----|-------------------------------|-----|
|    | (   /   /   )                 |     |
|    | shares (Note 1)               |     |
| 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<br>currency | Class of shares<br>issuable ( <i>Note 1</i> )    | _____ | Issue and allotment<br>date : (dd/mm/yyyy) | ( / / ) | EGM approval date:<br>(dd/mm/yyyy) | ( / / ) | N/A | _____ |
| 6. | Repurchase of<br>shares   |                              | Class of shares<br>repurchased ( <i>Note 1</i> ) | _____ | Cancellation date :<br>(dd/mm/yyyy)        | ( / / ) | EGM approval date:<br>(dd/mm/yyyy) | ( / / ) | N/A | _____ |
| 7. | Redemption of<br>shares   |                              | Class of shares<br>redeemed ( <i>Note 1</i> )    | _____ | Redemption date :<br>(dd/mm/yyyy)          | ( / / ) | EGM approval date:<br>(dd/mm/yyyy) | ( / / ) | N/A | _____ |
| 8. | Consideration issue       | At price : State<br>currency | Class of shares<br>issuable ( <i>Note 1</i> )    | _____ | Issue and allotment<br>date : (dd/mm/yyyy) | ( / / ) | AGM approval date:<br>(dd/mm/yyyy) | ( / / ) | N/A | _____ |
| 9. | Capital<br>reorganisation |                              | Class of shares<br>issuable ( <i>Note 1</i> )    | _____ | Issue and allotment<br>date : (dd/mm/yyyy) | ( / / ) | EGM approval date:<br>(dd/mm/yyyy) | ( / / ) | N/A | _____ |

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

|                                                                                                                         |     |     |
|-------------------------------------------------------------------------------------------------------------------------|-----|-----|
| 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):

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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.*