



Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 31 August 2022

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: CIFI Holdings (Group) Co. Ltd. (Incorporated in the Cayman Islands with limited liability)

Date Submitted: 05 September 2022

I. Movements in Authorised / Registered Share Capital

1. Type of shares	Ordinary shares	Class of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	00884	Description				
	Number of authorised/registered shares		Par value		Authorised/registered share capital	
Balance at close of preceding month	20,000,000,000		HKD	0.1	HKD	2,000,000,000
Increase / decrease (-)	0				HKD	0
Balance at close of the month	20,000,000,000		HKD	0.1	HKD	2,000,000,000

Total authorised/registered share capital at the end of the month: HKD 2,000,000,000

II. Movements in Issued Shares

1. Type of shares	Ordinary shares	Class of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	00884	Description				
Balance at close of preceding month	9,143,869,400					
Increase / decrease (-)	0					
Balance at close of the month	9,143,869,400					

III. Details of Movements in Issued Shares

(A). Share Options (under Share Option Schemes of the Issuer)

1. Type of shares issuable		Ordinary shares		Class of shares	Not applicable		Shares issuable to be listed on SEHK (Note 1)		Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)				00884						
Particulars of share option scheme		Number of share options outstanding at close of preceding month	Movement during the month		Number of share options outstanding at close of the month	No. of new shares of issuer issued during the month pursuant thereto (A)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	The total number of securities which may be issued upon exercise of all share options to be granted under the scheme at close of the month		
1).	Share Option scheme Granted on 03/10/2017 Exercise price: HK\$4.148	154,008,117			154,008,117	0	154,008,117			
General Meeting approval date (if applicable)		27 April 2016								
2).	Share Option scheme Granted on 26/07/2022 Exercise price: HK\$2.51	300,000,000			300,000,000	0	0	146,835,389		
General Meeting approval date (if applicable)		27 April 2016								

Total A (Ordinary shares): 0

Total funds raised during the month from exercise of options: HKD 0

(B). Warrants to Issue Shares of the Issuer which are to be Listed Not applicable

(C). Convertibles (i.e. Convertible into Issue Shares of the Issuer which are to be Listed)

1. Type of shares issuable		Ordinary shares		Class of shares		Not applicable		Shares issuable to be listed on SEHK (Note 1)		Yes					
Stock code of shares issuable (if listed on SEHK) (Note 1)				00884											
Description of the Convertibles			Currency	Amount at close of preceding month		Movement during the month			Amount at close of the month		No. of new shares of issuer issued during the month pursuant thereto (C)		No. of new shares of issuer which may be issued pursuant thereto as at close of the month		
1).	Convertible bonds		HKD	2,545,000,000						2,545,000,000		0		486,615,678	
Type of convertibles			Bond/Notes												
Stock code of the Convertibles (if listed on SEHK) (Note 1)															
Subscription/Conversion price			HKD	5.23											
General Meeting approval date (if applicable)															

Total C (Ordinary shares): 0

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be listed, including Options (other than Share Options Schemes) Not applicable**(E). Other Movements in Issued Share**

1. Type of shares issuable (Note 5 and 6)	Ordinary shares	Class of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1, 5 and 6)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1, 5 and 6)		00884				
Type of Issue	At price (if applicable)		Issue and allotment date (Note 5 and 6)	General Meeting approval date (if applicable)	No. of new shares of issuer issued during the month pursuant thereto (E)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Currency	Amount				
1). Placing/Subscription	HKD	2.06		08 June 2022	0	304,926,000

Total E (Ordinary shares): 0

Remarks:

On 31 August 2022, the Company, the Vendor and the Placing Agents entered into the Placing and Subscription Agreement, pursuant to which, (a) the Vendor has agreed to appoint the Placing Agents, and the Placing Agents have agreed to act as agents of the Vendor on a several (but not joint nor joint and several) basis to procure purchasers, on a best effort basis, to purchase a total of 304,926,000 existing Shares at the Placing Price of HK\$2.06 per share; and (b) the Vendor has conditionally agreed to subscribe for, and the Company has conditionally agreed to allot and issue to the Vendor, 304,926,000 new Shares at the Subscription Price of HK\$2.06 per share, in each case upon the terms and subject to the conditions set out in the Placing and Subscription Agreement. For further details, please refer to the announcement dated 31 August 2022.

Total increase / decrease (-) in Ordinary shares during the month (i.e. Total of A to E) _____ 0

IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. Confirmations

Not applicable

Submitted by: LO Tai On

Title: Company Secretary

(Director, Secretary or other Duly Authorised Officer)

Notes

1. SEHK refers to Stock Exchange of Hong Kong.
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 Main Board Rule 13.25A / GEM Rule 17.27A 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 submit additional document.
5. In the context of repurchase of shares:
 - “shares issuable to be listed on SEHK” should be construed as “shares repurchased listed on SEHK”; and
 - “stock code of shares issuable (if listed on SEHK)” should be construed as “stock code of shares repurchased (if listed on SEHK)”; and
 - “type of shares issuable” should be construed as “type of shares repurchased”; and
 - “issue and allotment date” should be construed as “cancellation date”
6. In the context of redemption of shares:
 - “shares issuable to be listed on SEHK” should be construed as “shares redeemed listed on SEHK”; and

- . “stock code of shares issuable (if listed on SEHK)” should be construed as “stock code of shares redeemed (if listed on SEHK)”; and
- . “type of shares issuable” should be construed as “type of shares redeemed”; and
- . “issue and allotment date” should be construed as “redemption date”