

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

Monthly Return of Equity Issuer on Movements in Securities

| To: Hong Kong Exchanges and Clearing | Limited | | |
|---|------------------------|----------------------------|---|
| Name of Issuer : HongDa Finance | cial Holding Limited | d | |
| Date Submitted : 03/01/2018 | | | |
| I. Movements in Authorised Share Capita | I | | |
| 1. Ordinary Shares | | | |
| (1) Stock code : <u>01822</u> | Description: | Ordinary Shares | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | 20,000,000,000 | HK\$0.01 | HK\$200,000,000 |
| Increase/(decrease) | | | |
| Balance at close of the month | 20,000,000,000 | HK\$0.01 | HK\$200,000,000 |
| (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 | | - | |

31/12/2017

| N/A | Description : | | |
|--------------|--------------------------------|--|---|
| | No. of preference shares | Par value (State currency) | Authorised share capital (State currency) |
| ceding month | | | |
| | | | |
| month | | | |
| ures | | | |
| N/A | Description : | | |
| | No. of other classes of shares | Par value (State currency) | Authorised share capital (State currency) |
| ceding month | | - | |
| | | | |
| month | | | |
| | month mes N/A ceding month | No. of preference shares month month Description: No. of other classes of shares ceding month | No. of preference shares (State currency) redding month month Description: No. of other classes of shares Par value (State currency) Par value (State currency) |

II. Movements in Issued Share Capital

| | No. of ordina | ry shares | No of preference | No. of other classes | |
|-------------------------------------|---------------|-----------|------------------|----------------------|--|
| | (1) (2) | | shares | of shares | |
| Balance at close of preceding month | 6,634,170,454 | N/A | N/A | N/A | |
| Increase /(decrease) | 0 | N/A | N/A | N/A | |
| Balance at close of the month | 6,634,170,454 | N/A | N/A | N/A | |

III. Details of Movements in Issued Share Capital

| option scheme | 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 |
|--|--|---|
| (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 1. Share option scheme adopted on 27/11/2009 (ordinary shares) 0 0 0 0 0 0 | | |
| class of shares issuable Granted Exercised Cancelled Lapsed 1. Share option scheme adopted on 27/11/2009 (ordinary shares) 0 0 0 0 0 | | Шонш |
| issuable Granted Exercised Cancelled Lapsed 1. Share option scheme adopted on 27/11/2009 (ordinary shares) 0 0 0 0 0 | 0 | |
| scheme adopted on 27/11/2009 (ordinary shares) 0 0 0 0 | 0 | |
| on 27/11/2009 (ordinary shares) 0 0 0 0 | 0 | |
| (ordinary shares) 0 0 0 | 0 | |
| | 0 | |
| (Note 1) | | (|
| (Note 1) | | |
| 2. Share option scheme adopted on 03/06/2016 | | |
| (ordinary shares) 0 0 0 (Note 1) 0 0 0 | 0 | (|
| 3. | | |
| | | |
| (Note 1) | NI/A | |
| Total A. (Ordinary shares) (Preference shares) | N/A N/A | • |
| (Other class) | N/A | |
| · · · · · · · · · · · · · · · · · · · | 11/71 | |
| Total funds raised during the month from exercise of options (State currency) | | |

Warrants to Issue Shares of the Issuer which are to be Listed No. of new shares of No. of new issuer which shares of issuer may be issued Nominal value issued during pursuant Description of warrants thereto as at at close of Exercised Nominal the month (Date of expiry -Currency of preceding during the value at close pursuant close of the dd/mm/yyyy) nominal value month month of the month thereto month 1. Unlisted Warrants 0 0 0 0 HKD 0 Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (/ /) (dd/mm/yyyy) Total B. (Ordinary shares) N/A (Preference shares) N/A (Other class) N/A

| Class and description 1. 2018 Convertible bonds issued (Announcement dated 3 May 2016) | Currency of amount outstanding HKD | Amount at close of preceding month 100,000,000 | Converted during the month | Amount at close of the month 100,000,000 | | No. of new shares of issuer which may be issued pursuant thereto as at close of the month 285,714,285 |
|---|---|--|----------------------------|--|------------|---|
| Charles de ((£1); de d) | | | | | | |
| Stock code (if listed) Class of shares issuable | N | [/A | | | | |
| (Note 2) | | inary | | | | |
| Subscription price AGM approval date | HK | \$0.35 | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy) | (26/06 | 5/2015) | | | | |
| 2. 2019 Convertible bonds | HKD | 100,000,000 | - | 100,000,000 | - | 285,714,285 |
| issued (Announcement | | | | | | |
| dated 3 May 2016) | | | | | | |
| Stock code (if listed) | N | [/A | | | | |
| Class of shares issuable (<i>Note 3</i>) | Ond | inary | | | | |
| Subscription price | | \$0.35 | | | | |
| AGM approval date (if applicable) (dd/mm/yyyy) | (26/06 | 5/2015) | | | | |
| 3. 2020 Convertible bonds | HKD | 200,000,000 | - | 200,000,000 | - | 571,428,571 |
| issued (Announcement | | | | | | , , |
| dated 22 Aug 2017) | | | | | | |
| Stock code (if listed) | | [/A | | · | | - |
| Class of shares issuable | | | | | | |
| (Note 4) Subscription price | | inary \$0.35 | | | | |
| AGM approval date | | ψ0.33 | | | | |
| (if applicable) (dd/mm/yyyy) | (26/04 | 5/2017) | | | | |
| (dd/IIIII/yyyy) | (20/0. | 0/2017) | | | | |
| 4. | | | | | | |
| | | | | | | |
| | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 4) | | | | | | |
| Subscription price | | | | | | |
| AGM approval date (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ | /) | | | | |
| | | | Total C (O | rdinary shares) | N/A | |
| | | | | ference 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)

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

Other Movements in Issued Share Capital No. of new No. of new shares of issuer which shares of issuer issued may be issued during the pursuant thereto as at month close of the pursuant Type of Issue thereto month Class of shares issuable N/A (*Note 1*) (/ / State Issue and allotment 1. Rights issue At price: currency date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) N/AClass of shares issuable (*Note 1*) (/ / State Issue and allotment 2. Open offer At price: currency date: (dd/mm/yyyy) (/ / EGM approval date: (dd/mm/yyyy) N/AClass of shares issuable (*Note 1*) (/ / State Issue and allotment Placing At price: currency date: (dd/mm/yyyy) (/ /) AGM approval date: (dd/mm/yyyy) N/A Class of shares issuable (*Note 1*) (/ /) Issue and allotment Bonus issue date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) N/AClass of shares issuable (*Note 1*) (/ / Issue and allotment 5. Scrip dividend At price: currency date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy)

| Т | ype 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 repurchased (Note 1) | <u>N/A</u> | | | |
| 6. | Repurchase of shares | | Cancellation date: (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | Class of shares redeemed (Note 1) | N/A | | | |
| 7. | Redemption of shares | | Redemption date: (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | Class of shares issuable (Note 1) | <u>N/A</u> | | | |
| 8. | Consideration issue At price: | State currency | Issue and allotment date: (dd/mm/yyyy) | (/ / |) | | |
| | | | AGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | Class of shares issuable (Note 1) | <u>N/A</u> | | | |
| 9. | Capital reorganisation | | Issue and allotment date: (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | Class of shares issuable (Note 1) | <u>N/A</u> | | | |
| 10. | Other (Please specify) At price: | State currency | Issue and allotment date: (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | dinary sha erence sha (Other cl | 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 Iss | ued Sh | are Capital").) |
| | | |

Remarks (if any):

| Submitted by: | Leung Yik Man, Lawrence |
|---------------|--|
| | ~ |
| Title: | Secretary |
| | (Director, Secretary or other duly authorised officer) |

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.