

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/01/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer : **HongDa Financial Holding Limited**

Date Submitted : **02/02/2018**

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code :	<u>01822</u>	Description :	<u>Ordinary Shares</u>	
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<u>20,000,000,000</u>	<u>20,000,000,000</u>	<u>HK\$0.01</u>	<u>HK\$200,000,000</u>
Increase/(decrease)	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Balance at close of the month	<u>20,000,000,000</u>	<u>20,000,000,000</u>	<u>HK\$0.01</u>	<u>HK\$200,000,000</u>
(2) Stock code :	<u>N/A</u>	Description :	<u></u>	
		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>	<u></u>
Increase/(decrease)	<u></u>	<u></u>	<u></u>	<u></u>
Balance at close of the month	<u></u>	<u></u>	<u></u>	<u></u>

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	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

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 option scheme adopted on 27/11/2009 (ordinary shares) (Note 1)	0	0	0	0	0	0
2. Share option scheme adopted on 03/06/2016 (ordinary shares) (Note 1)	0	0	0	0	0	0
3. (Note 1)						
			Total A. (Ordinary shares)		N/A	
			(Preference shares)		N/A	
			(Other class)		N/A	
Total funds raised during the month from exercise of options (State currency)						

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. Unlisted Warrants	HKD	0	0	0	0	0
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____
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)					_____	N/A
(Preference shares)					_____	N/A
(Other class)					_____	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
<u>1. 2018 Convertible bonds issued (Announcement dated 3 May 2016)</u>	HKD	100,000,000	-	100,000,000	-	285,714,285
Stock code (if listed)	N/A					
Class of shares issuable (Note 2)	Ordinary					
Subscription price	HK\$0.35					
AGM approval date (if applicable) (dd/mm/yyyy)	(26/06/2015)					
<u>2. 2019 Convertible bonds issued (Announcement dated 3 May 2016)</u>	HKD	100,000,000	-	100,000,000	-	285,714,285
Stock code (if listed)	N/A					
Class of shares issuable (Note 3)	Ordinary					
Subscription price	HK\$0.35					
AGM approval date (if applicable) (dd/mm/yyyy)	(26/06/2015)					
<u>3. 2020 Convertible bonds issued (Announcement dated 22 Aug 2017)</u>	HKD	200,000,000	-	200,000,000	-	571,428,571
Stock code (if listed)	N/A					
Class of shares issuable (Note 4)	Ordinary					
Subscription price	HK\$0.35					
AGM approval date (if applicable) (dd/mm/yyyy)	(26/05/2017)					
<u>4.</u>						
Stock code (if listed)						
Class of shares issuable (Note 4)						
Subscription price						
AGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
				Total C. (Ordinary shares)	N/A	
				(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. _____ _____ _____ _____ _____ (/ /) Ordinary shares (<i>Note 1</i>)		
2. _____ _____ _____ _____ (/ /) shares (<i>Note 1</i>)		
Total D. (Ordinary shares)	N/A	
(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 thereto as at close of the month
1.	Rights issue	At price : State currency _____	Class of shares issuable (Note 1) Issue and allotment date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	<u>N/A</u> (/ /) (/ /)	_____ _____
2.	Open offer	At price : State currency _____	Class of shares issuable (Note 1) Issue and allotment date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	<u>N/A</u> (/ /) (/ /)	_____ _____
3.	Placing	At price : State currency _____	Class of shares issuable (Note 1) Issue and allotment date: (dd/mm/yyyy) AGM approval date: (dd/mm/yyyy)	<u>N/A</u> (/ /) (/ /)	_____ _____
4.	Bonus issue		Class of shares issuable (Note 1) Issue and allotment date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	<u>N/A</u> (/ /) (/ /)	_____ _____
5.	Scrip dividend	At price : State currency _____	Class of shares issuable (Note 1) Issue and allotment date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	<u>N/A</u> (/ /) (/ /)	_____ _____

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
6.	Repurchase of shares		Class of shares repurchased (<i>Note 1</i>) <u>N/A</u> Cancellation date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____
7.	Redemption of shares		Class of shares redeemed (<i>Note 1</i>) <u>N/A</u> Redemption date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____
8.	Consideration issue	At price : State currency _____	Class of shares issuable (<i>Note 1</i>) <u>N/A</u> Issue and allotment date: (dd/mm/yyyy) (/ /) AGM approval date: (dd/mm/yyyy) (/ /)	_____
9.	Capital reorganisation		Class of shares issuable (<i>Note 1</i>) <u>N/A</u> Issue and allotment date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____
10.	Other (Please specify)	At price : State currency _____	Class of shares issuable (<i>Note 1</i>) <u>N/A</u> Issue and allotment date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____
			Total E. (Ordinary shares)	N/A
			(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)	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
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>		

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.*