

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/05/2018

To : Hong Kong Exchanges and Clearing Limited

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

Date Submitted : **01/06/2018**

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>

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)	<u>N/A</u>	
				(Preference shares)	<u>N/A</u>	
				(Other class)	<u>N/A</u>	

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 (Announcements dated 3 May 2016 and 10 & 16 May 2018)</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 pursuant 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 <u>HK\$0.300</u>	Class of shares issuable (Note 1) <u>Ordinary</u> Issue and allotment date: (dd/mm/yyyy) (23/05/2018) AGM approval date: (dd/mm/yyyy) _____	<u>176,580,000</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>) Cancellation date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	<u>N/A</u> (/ /) (/ /)	
7.	Redemption of shares		Class of shares redeemed (<i>Note 1</i>) Redemption date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	<u>N/A</u> (/ /) (/ /)	
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)	<u>N/A</u> (/ /) (/ /)	
9.	Capital reorganisation		Class of shares issuable (<i>Note 1</i>) Issue and allotment date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	<u>N/A</u> (/ /) (/ /)	
10.	Other (Please specify)	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)	<u>N/A</u> (/ /) (/ /)	
Total E.				(Ordinary shares)	176,580,000
				(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)	176,580,000
	(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.*